Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2015
Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: WILLIAM M WEISS FOUNDATION

A Employer identification number: 34-1787366

Number and street (or P O box number if mail is not delivered to street address): 7490 HUNTERS HOLLOW TRAIL
Room/suite:

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code: RUSSELL TWP OH 44072

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 4,955,526

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(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 (attach schedule)				
	2	Check ▶ [X] if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	7	7		
	4	Dividends and interest from securities	62,626	62,626		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	160,684			
	b	Gross sales price for all assets on line 6a 1,828,354				
	7	Capital gain net income (from Part IV, line 2)		160,684		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	223,317	223,317	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 1	76,217			
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 2	8,158			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	84,375	0	0	0
	25	Contributions, gifts, grants paid	287,190			287,190
	26	**Total expenses and disbursements.** Add lines 24 and 25	371,565	0	0	287,190
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	-148,248			
	b	**Net investment income** (if negative, enter -0-)		223,317		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	241,458	98,903	98,903
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (att. schedule) ▶ Less· allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) SEE STMT 3	4,703,609	4,697,916	4,856,623
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	4,945,067	4,796,819	4,955,526
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,945,067	4,796,819	
	30	**Total net assets or fund balances** (see instructions)	4,945,067	4,796,819	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,945,067	4,796,819	

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	4,945,067
2	Enter amount from Part I, line 27a	2	-148,248
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,796,819
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,796,819

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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	SEE ATTACHMENT			
b	CAPITAL GAIN DISTRIBUTION			
c	CAPITAL GAIN DISTRIBUTION			
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	1,828,354		1,753,660	74,694
b	21,025			21,025
c	64,965			64,965
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				74,694
b				21,025
c				64,965
d				
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	160,684
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) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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	281,468	5,432,245	0.051814
2013	214,250	4,877,836	0.043923
2012	178,000	4,259,579	0.041788
2011	200,000	4,079,885	0.049021
2010	216,566	3,517,037	0.061576

2 **Total** of line 1, column (d)	2	0.248122
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	0.049624
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	5,249,823
5 Multiply line 4 by line 3	5	260,517
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,233
7 Add lines 5 and 6	7	262,750
8 Enter qualifying distributions from Part XII, line 4	8	287,190

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b	1	2,233
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	2,233
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	2,233
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	
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	54
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	2,287
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** ▶ Refunded ▶	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)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NONE			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JEFFREY WEISS Telephone no. ▶ 440-684-9600
7490 HUNTERS HOLLOW TRAIL
Located at ▶ RUSSELL TWP OH ZIP+4 ▶ 44072

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
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. ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(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
JEFFREY WEISS 7490 HUNTERS HOLLOW	SO RUSSELL OH 44072	OFFICER 1.00	0	0	0
DAVID WEISS 8432 LAKE SHORE DR	BAINBRIGE OH 44023	OFFICER 1.00	0	0	0

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

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 (see instructions)

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 ▶	

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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	5,170,237
b	Average of monthly cash balances	1b	159,533
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,329,770
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	5,329,770
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	79,947
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,249,823
6	**Minimum investment return.** Enter 5% of line 5	6	262,491

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	262,491
2a	Tax on investment income for 2015 from Part VI, line 5 2a 2,233		
b	Income tax for 2015. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	2,233
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	260,258
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	260,258
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	260,258

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	287,190
b	Program-related investments – total from Part IX-B	1b	
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	287,190
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 (see instructions)	5	2,233
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	284,957

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				260,258
2	Undistributed income, if any, as of the end of 2015:				
a	Enter amount for 2014 only			1,238	
b	Total for prior years 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2015:				
a	From 2010				
b	From 2011				
c	From 2012				
d	From 2013				
e	From 2014				
f	**Total** of lines 3a through e				
4	Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 287,190				
a	Applied to 2014, but not more than line 2a			1,238	
b	Applied to undistributed income of prior years (Election required – see instructions)				
c	Treated as distributions out of corpus (Election required – see instructions)				
d	Applied to 2015 distributable amount				260,258
e	Remaining amount distributed out of corpus	25,694			
5	Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	25,694			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
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				
d	Subtract line 6c from line 6b. Taxable amount – see instructions				
e	Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount – see instructions				
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)				
8	Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	25,694			
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 25,694				

DAA

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year (a) 2015	Prior 3 years (b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year – see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2))

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 4				287,190
Total			▶ 3a	287,190
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					7
4 Dividends and interest from securities			14	62,626	
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					160,684
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b REFUNDS					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		62,626	160,691

13 **Total.** Add line 12, columns (b), (d), and (e) 13 223,317

(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) (See instructions)
N/A	

DAA

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

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

X [signature] | 5/11/2016 | OFFICER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
JEFFREY BABIN	[signature]	5/3/16	

Firm's name ▶	GREENWALD & BABIN, INC	PTIN	P00084285
Firm's address ▶	3601 GREEN ROAD, SUITE 208 BEACHWOOD, OH 44122	Firm's EIN ▶	34-1395121
		Phone no	216-464-7373

DAA

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT FEE	$ 150	$	$	$
INVESTMENT FEE	32,503			
	43,564			
TOTAL	$ 76,217	$ 0	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
STATE OF OHIO	$ 200	$	$	$
FEDERAL TAX	7,958			
FEDERAL TAX 2012 BALANCE				
TOTAL	$ 8,158	$ 0	$ 0	$ 0

Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MANNING & NAPIES	$ 598,278	$ 577,703	COST	$ 512,702
FIDELITY	1,506,574	1,427,318	COST	1,561,360
MORGAN STANLEY #168	2,598,757	2,692,895	COST	2,782,561
TOTAL	$ 4,703,609	$ 4,697,916		$ 4,856,623

Statement 4 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
AIDS SERVICES AUSTIN TX 73301	PO BOX 4874			

Statement 4 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
ALBANY PARK THEATRE PROJECT CHICAGO IL 60625	170 NOARTH DEARBORN			8,000
ARC - BERGEN COUNTY HACKENSACK NJ 07601	223 MOORE STREET			
ARC - NATIONAL SILVER SPRINGS MD 20910	1010 WAYNE AVE			5,000
ARC-GREATER CLEVELAND CLEVELAND OH 44115	CLEVELAND			5,000
ARC - OHIO COLUMBUS OH 43210	1335 DUBLIN ROAD			5,000
BAROQUE BAND CHICAGO IL 60603	30 EAST STREET T #1204			2,000
BECK CENTER, THE LAKEWOOD OH 44107	17801 DETROIT AVE			
CHAGRIN FALLS COMMUNITY C CHAGRIN FALLS OH 44023	7060 WOODLAND AVE			10,000
CHICAGO SCHOOL FOR ART CHICAGO IL 60625	CHICAGO			
CLEVELAND CITY CLUB CLEVELAND OH 44114	850 EUCLID AVR			15,000
CLEVELAND CLINIC FOUNDATI CLEVELAND OH 44115	18901 LAKE SHORE DRIVE			
CLEVELAND MUSIC SCHOOL SE CLEVELAND OH 44115	11125 MAGNOLIA DR			10,000
CLEVELAND FOODBANK CLEVELAND OH 44122	11125 MAGNOLIA DR			10,000
COLLEGE NOW GRATER CLEVELAND CLEVELAND OH 44113	50PUBLIC SQUARE			50,000
CLEVELAND SCHOLARSHIP PRO CLEVELAND OH 44115	200 PUBLIC SQ			
CYSTIC FIBROSIS FOUNDATIO BETHESDA MD 20910	6931 ARLINGTON RD			7,500
DOBAMA THEATRE CLEVELAND OH 44115	2490 LEE BLVD			5,000
EVANS SCHOLARS FOUNDATION GOLF IL 60625	1 BRIAR RD			

Statement 4 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name Address	Address Relationship	Status	Purpose	Amount
FAIRMOUNT CENTER FOR THE CLEVELAND OH 44115	8400 FAIRMOUNT RD			5,000
FAIRMOUNT TEMPLE CLEVELAND OH 44115	23737 FAIRMOUNT BLVD			2,000
FIELDSTONE FARM THERAPEUT CHAGRIN FALLS OH 44023	PO BOX 23129			5,000
FINE ARTS ASSOCIATION WILLOUGHBY OH 44094	38660 MENTOR AVE			
FIRST UNITARIAN CHURCH (O SHAKER HEIGHTS OH 44118	2125 CHESTNUT STREET			5,000
FREE MEDICAL CLINIC, THE CLEVELAND OH 44115	12201 EUCLID AVE			5,000
GATHERING PLACE BEACHWOOD OH 44122	23300 COMMERCE PARK			
GEAUGA COUNTY COUNTY BOAR CHESTERLAND OH 44026	8200 CEDAR RD			
GOODMAN THEATER CHICAGO IL 60625	170 NORTH DEARBORN			7,500
HABITAT FOR HUMANITY CLEVELAND OH 44115	2110 WEST 110TH STREET			7,500
HANDS ON PORTLAND PORTLAND OR 97209	1621 NORTH WEST 21ST AVE			
HARVEST FOR HUNGER CLEVELAND OH 44115	15500 S WATERLOO RD			
HATTIE LARLHAM MANTUA OH 44255	9771 DIAGONAL RD			
HEIGHTS PARENT CENTER CLEVELAND HTS OH 44118	14780 SUPERIOR RD			
HELP FOUNDATION CLEVELAND OH 44115	3622 PROSPECT AVE			10,000
HOSPICE OF THE WESTERN R CLEVELAND OH 44115	300 EAST 185TH ST			7,500
IDEASTREAM (WVIZ/WCPN) BEACHWOOD OH 44122	1375 EUCLID AVE			10,000
INGENUITY FESTIVAL BEACHWOOD OH 44122	2429 SUPERIOR AVE			10,000

Statement 4 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
JEWISH FAMILY SERVICES BEACHWOOD OH 44122	3659 S GREEN RD			
LOOKINGGLASS THEATRE COMP CHICAGO IL 60625	875 NORTH MICHIGAN AVE			5,000
MONTEFIORE FOUNDATION BEACHWOOD OH 44122	875 NORTH MICHIGAN AVE			
MUSEUN OF CONTEMPORARY ART CLEVELAND OH 44122	3634 EUCLID AVE			
NEW AVENUES TO INDEPENDEN CLEVELAND OH 44115	17608 EUCLID AVE			20,000
NAMI GREATER CLEVELAND CLEVELAND OH 44115	CLEVELAND			2,500
NORTHWESTERN UNIVERSITY EVANSTON IL 60007	EVANSTON			
NORTH COAST COMMUNITY HOM CLEVELAND OH 44115	14221 BROADWAY AVE			
OHIO SPECIAL OLYMPICS COLUMBUS OH 43210	3303 WINCHESTERN PIKE			
PBS 45-49 PRODUCERS KENT OH 44242	1750 CAMPUS CENTER DR			
PLAYHOUSE SQUARE FOUNDATI CLEVELAND OH 44115	1501 EUCLID AVE			5,000
POLICE ATHLETIC LEAGUE CLEVELAND OH 44115	2100 PAYNE AVE			
PROJECT LOVE BEACHWOOD OH 44122	23511 CHAGREEN BLVD			5,000
ELEANOR RAINEY INSTITUTE CLEVELAND OH 44105	1705 E 55 STREET			22,190
UOFC WOMENS BOARD CHICAGO IL 60625	CHICAGO			
SHAW FESTIVAL FOUNDATION LEWISTON NY 14092	800 FLEET BANK BUILDING			
STEPPENWOLF THEATRE LEWISTON NY 14092	1650 NORTH HALSTED STREET			5,500
TIMELINE THEATRE COMPANY CHICAGO IL 60625	170 NORTH DEARBORN			

Statement 4 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name / Address	Address / Relationship	Status	Purpose	Amount
VOICES FOR CHILDREN CLEVELAND HTS OH 44118	3634 EUCLID AVE			
VICTORY GARDEN THEATER CHICAGO IL 60007	CHICAGO			5,000
WELCOME HOUSE CLEVELAND OH 44115	20575 CENTER RIDGE RD			5,000
WKHR CHAGRIN FALLS OH 44023	17425 SNYDER ROAD			
WKSU KENT OH 44242	1613 E SUMMIT ST			5,000
WOODBRIDGE DEVELOPMENTAL WOODBRIDGE OH 44242	PO BOX 59			
WRITERS THEATRE GLENCOE IL 60625	376 PARK AVE			
TOTAL				287,190

WILLIAM M WEISS FOUNDATION
INVESTMENTS
2015

		BOOK VALUE		FAIR MKT VALUE	
LINE 10b CORPORATE STOCKS MUTUAL FUNDS					
M&N					
17,084 39	International Series	$143,574 83		126,937 03	
8,262 23	World Opportun	$79,543 34		55,935 29	
	Inflation Focus	$0 00			
4,034 54	Real Estate series	$43,436 02		57,088 80	
1,027 66	Emerging Markets	$35,754 55		33,268 50	
13,494 17	Focus Opportunities	$130,472 97		105,794 28	
14,969 60	Dynamic Opportunities	$144,921 47		133,678 49	
			$577,703 18		$512,702 39
MORGAN STANLEY #168					
4,220 00	Alcoa	$43 719 67		$41,651 40	
830 00	Alere Inc	$39,136 49		$32,444 70	
100 00	Amber INC	$47,512 71		$77,801 00	
100 00	Amber INC	$46,569 55		$75,888 00	
9,740 00	Ambvev	$70,232 63		$43,440 40	
890 00	AMC Network	$59,921 33		$66,465 20	
500 00	ANHEUSER-BUSCH	$34,059 03		$62,136 36	
360 00	Ansys	$29,152 51		$33,300 00	
670 00	Apple	$75,090 02		$70,524 20	
670 00	Appen	$25,525 74		$25,299 20	
420 00	Autodeck	$22,214 93		$25,590 60	
420 00	Biedore	$37,502 75		$38,658 17	
910 00	CERNER CO	$42,040 13		$54,754 70	
850 00	COCA COLA	$33,455 70		$36,516 00	
570 00	Danaher	$48,981 44		$52,941 60	
790 00	Davita	$61,233 51		$55,070 90	
1,840 00	Diaego	$51,797 78		$50,347 82	
2,170 00	Discovery	$73,943 39		$57,895 60	
610 00	Dollar Gen	$39,304 19		$43,840 70	
1,200 00	Ebay	$24,811 38		$32,967 00	
760 00	ELECTRONIC ARTS	$10 658 03		$52,227 20	
780 00	Express	$63,851 81		$68,179 80	
690 00	Facebook	$52,131 57		$72,215 40	
1,730 00	Flir System	$52 773 88		$48,561 10	
1,020 00	Flowerserve	$56,823 38		$42,921 60	
430 00	Fresenus Medical	$31,219 24		$36,435 90	
1,290 00	Houghton	$32,628 44		$28,096 20	
50 00	Intuitive	$18,537 97		$27,308 00	
600 00	Johnson&Johnson	$57,821 51		$61 632 00	
1390 000	Juniper	$29,338 31		$38,364 00	
720 00	Liberty Global	$32,429 34		$30,499 20	
790 00	Lululemon	$46,883 49		$41,451 30	
1,080 00	Masco Corp	$23,159 97		$30,673 00	
780 00	Mastercard	$64,909 65		$75,940 80	
810 00	Medtrnic	$58,627 61		$62,305 20	
770 00	MONSANTO CO	$65,380 92		$75,860 40	
480 00	NESTLE SA	$32,878 95		$35,748 24	
390 00	Novartis	$33,717 80		$33,555 60	
1,510 00	Paypal	$49,364 13		$54,662 00	
70 00	Priceline Com	$82,997 91		$89 246 50	
1,540 00	QIAGEN NV	$26,745 92		$42,481 00	
980 00	Qualcomm	$59,261 20		$48,985 30	
1,110 00	Range	$53,613 35		$27,317 10	
550 00	Realogy Holdings	$23,896 84		$20,168 50	
510 00	SCHLUMBERGER	$36,253 73		$35 572 50	
900 00	Sinclair	$27,130 28		$29 286 00	
5,980 00	SLM Corp	$53,106 54		$38,989 60	
850 00	Synchronity	$27,607 92		$25,848 50	
780 00	Tegna	$19,144 87		$19,905 60	
300 00	Thermo	$38,061 71		$42,555 00	
1,020 00	TIMEWARNER	$83,124 61		$65,963 40	
1,050 00	Tribune Co	$62 673 06		$35,500 50	
510 00	Tripadvisor	$37,629 52		$43,477 50	
2,040 00	Twenty-First	$66 628 93		$55 406 40	
840 00	UNILEVER	$32,351 34		$36,220 80	
510 00	Union Co	$51,243 48		$39,882 00	
970 00	Verifone	$28,207 79		$27,179 40	
540 00	Visa	$30 273 14		$41,877 00	
2,410 00	WEATERFORD INTL	$36,548 14		$20,219 90	
1,780 00	Weyerhaeuser	$53,545 87		$53,364 40	
670 00	Yum Brand	$45,507 77		$48,943 50	
			$2,692,894 80		$2,782,560 89
FIDELITY					
8,174 56	Fidelity Diversified Intl	$361,118 16		$ 286,599 97	
3,938 04	Spartan 500 Index	$196,508 10		$ 282,751 06	
4,462 64	Spartan Extended	$195,250 04		$ 224,024 43	
6,641 56	Fidelity Capital Appreciation	$250,665 78		$ 221,598 10	
2,427 32	Fidelity Disciplined Equity	$61,622 54		$ 76,994 43	
2,084 30	Fidelity Growth Company	$146,508 54		$ 285,423 77	
23,985 45	Pimco	$215,624 69		$ 183,968 41	
			$1,427,317 85		$1,561,360 17
TOTAL		$ 4,697,915 63		$ 4,856,623 45	

SCHEDULE FOR PART IV 1B	DATE OF SALE	Sold Proceeds	Cost	New Purchasing	Contribution	Capital Gain/Loss
LINE 10b CORPORATE STOCKS						
Fidelity #X70-204498						
268 745 Soartan 500	6/18/2015	$ 20,000 00	$ 11,324 00			$ 8,676 00
1049.318 Pimco	6/18/2015	$ 10,000 00	$ 9,529 74			$ 470 26
298 63 Soartan 500	6/30/2015	$ 15,000 00	$ 12,923 22			$ 2,076 78
801.71 Fidelity Devirsified	4/21/2015	$ 30,000 00	$ 22,428 88			$ 7,571 12
						$ -
1404 1 Fidelity Diversified Intl	12/1/2015	$ 50,000 00	$ 39,432 93			$ 10,567 07
675 493 Spartan 500 Index	12/1/2015	$ 50,000 00	$ 28,938.11			$ 21,061.89
936 914 Fidelity Disciplined Equity	12/1/2015	$ 30,000 00	$ 22,698 24			$ 7,301 76
414.479 Spartan 500 Index	12/1/2015	$ 30,000 00	$ 18,011 66			$ 11,988 34
						$ -
						$ -
						$ -
						$ -
						$ -
						$ -
						$ -
MANNING & NAPIER						$ -
3,833 12 Inflation Focus	3/16/2037	$ 41,738 12	$ 44,630 67			$ (2,892 55)
						$ -
						$ -
Morgan stanley #168						
1480 ALERE INC	1/12/2015	61,328 55	$ 46,625 97			$ 14,702 58
130 ALERE INC	1/13/2015	5,298 07	4,655 70			$ 642 37
290 ENERGIZER	1/12/2015	$ 37,172 50	$ 28,728 21			$ 8,444 29
90 EXPRESS	1/12/2015	$ 7,598 60	$ 6,822 25			$ 776 35
150 NEXTAR	1/12/2015	$ 7,061 95	$ 6,550 31			$ 511 64
250 GANNETT	2/27/2015	$ 8,873 56	$ 7,678 68			$ 1,194 88
10 AMAZON	3/24/2015	$ 3,741 91	$ 1,863 80			$ 1,878 11
10 AMAZON	3/24/2015	$ 3,741 91	$ 2,310 62			$ 1,431 29
20 AMAZON	3/24/2015	$ 7,483 82	$ 5,644 77			$ 1,839 05
280 JUNIPER	3/24/2015	$ 6,675 13	$ 4,783 58			$ 1,891 55
500 JUNIPER	3/24/2015	$ 11,919 88	$ 8,358 30			$ 3,561 58
420 JUNIPER	3/24/2015	$ 10,012 70	$ 6,752 84			$ 3,259 86
800 STARZ	3/24/2015	$ 27,590 61	$ 18,745 68			$ 8,844 93
						$ -
410 JUNIPER	3/24/2015	$ 9,774 30	$ 9,524 01			$ 250 29
240 OWENS	3/24/2015	$ 10,277 95	$ 7,759 13			$ 2,518 82
490 SANOFI	3/24/2015	$ 23,219 40	$ 25,663 48			$ (2,444 08)
90 STRAZ	3/24/2015	$ 3,103 94	$ 2,843 09			$ 260 85
						$ -
20 AMAZON	4/15/2015	$ 8,682 82	$ 5,644 77			$ 3,038 05

				-
40 AMAZON	4/15/2015	$ 17,365 63	$ 12,967 19	$ 4,398 44
800 APOLLO	4/15/2015	$ 13,421 91	$ 28,360 24	$ (14,938 33)
530 CATAMARAN	4/15/2015	$ 31,460 64	$ 24,305 91	$ 7,154 73
660 DR HORTON	4/15/2015	$ 18,445 67	$ 14,202 67	$ 4,243 00
170 EMC CORP	4/15/2015	$ 4,453 97	$ 1,725 94	$ 2,728 03
430 EMC CORP	4/15/2015	$ 11,265.92	$ 5,048 20	$ 6,217 72
220 EMC CORP	4/15/2015	$ 5,763 96	$ 3,982 00	$ 1,781 96
580 EMC CORP	4/15/2015	$ 15,195 89	$ 13,105 34	$ 2,090 55
590 FASTENAL	4/15/2015	$ 24,310 26	$ 25,079 66	$ (769 40)
100 FASTENAL	4/15/2015	$ 4,120 38	$ 4,408 62	$ (288 24)
240 INGREDION	4/15/2015	$ 18,857 84	$ 15,173 14	$ 3,684 70
150 INGREDION	4/15/2015	$ 11,786 15	$ 10,158 21	$ 1,627 94
70 INGREDION	4/15/2015	$ 5,500 21	$ 4,892 84	$ 607 37
340 LENNAR	4/15/2015	$ 16,693 82	$ 13,310 52	$ 3,383 30
360 TOLL BROTHERS	4/15/2015	$ 13,834 65	$ 12,922 78	$ 911 87
				$ -
10 AMAZON	4/15/2015	$ 4,341 41	$ 3,413 00	$ 928 41
200 APOLLO	4/15/2015	$ 3,355 48	$ 5,664 26	$ (2,308.78)
60 CATAMARAN	4/15/2015	$ 3,561 58	$ 2,849 40	$ 712 18
350 CATAMARAN	4/15/2015	$ 20,775 90	$ 16,552 94	$ 4,222 96
550 FESTENAL	4/15/2015	$ 22,662 11	$ 24,444 20	$ (1,782 09)
20 LENNAR	4/15/2015	$ 981 99	$ 782 80	$ 199 19
40 TOLL BROTHERS	4/15/2015	$ 1,537 18	$ 1,423 49	$ 113 69
				$ -
920 PEABOYDY	5/5/2015	$ 4,224 93	$ 19,879 45	$ (15,654 52)
900 PEABOYDY	5/5/2015	$ 4,133 08	$ 13,859 73	$ (9,726 65)
830 MOSAIC CO	5/5/2015	$ 36,654 86	$ 38,390 41	$ (1,735 55)
20 VIACOM	5/5/2015	$ 1,283 62	$ 1,087 29	$ 196 33
150 VIACOM	5/5/2015	$ 9,627 14	$ 8,656 37	$ 970 77
				$ -
0.275 GOOGLE	5/5/2015	$ 153 09	$ 134 15	$ 18 94
960 PEABOYDY	5/5/2015	$ 4,408 62	$ 15,986 21	$ (11,577 59)
170 PEABOYDY	5/5/2015	$ 780 69	$ 2,601 00	$ (1,820 31)
2000 PEABOYDY	5/5/2015	$ 9,184 64	$ 15,841 20	$ (6,656 56)
140 MOSAIC CO	5/5/2015	$ 6,182 75	$ 6,631 80	$ (449 05)
				$ -
90 APACHE	6/22/15	$ 5,166 44	$ 7,621 45	$ (2,455 01)
250 APACHE	6/22/15	$ 14,351 21	$ 22,272 33	$ (7,921 12)
340 CERNER	6/22/15	$ 22,450 39	$ 8,286 27	$ 14,164 12
240 CERNER	6/22/15	$ 15,847 34	$ 7,550 77	$ 8,296 57
620 ENCANA	6/22/15	$ 7,270 29	$ 13,014 85	$ (5,744 56)
60 EOG	6/22/15	$ 5,283 39	$ 2,960 52	$ 2,322 87
60 EOG	6/22/15	$ 5,283 39	$ 3,671 70	$ 1,611 69
480 XYLEM	6/22/15	$ 17,597 05	$ 13,698 82	$ 3,898 23
				$ -
30 ENCANA	6/22/15	$ 351 79	$ 679 80	$ (328 01)
10 EOG	6/22/15	$ 880 57	$ 1,076 80	$ (196 23)
230 EOG	6/22/15	$ 20,253 01	$ 21,082 15	$ (829 14)
20 XYLEM	6/22/15	$ 733 21	$ 760 00	$ (26 79)
390 XYLEM	6/22/15	$ 14,297 60	$ 14,383 43	$ (85 83)

				$ -
180	AMDOCS	7/20/15	$ 10,229 30	$ 5,466 89	$ 4,762 41
240	DANONE	7/20/15	$ 16,362 32	$ 14,880 00	$ 1,482 32
40	DANONE	7/20/15	$ 2,727 05	$ 2,576 00	$ 151 05
110	EMC	7/20/15	$ 2,787 34	$ 2,485.50	$ 301 84
190	EMC	7/20/15	$ 4,814 49	$ 4,615 33	$ 199 16
400	HESS	7/20/15	$ 25,695 80	$ 18,119 44	$ 7,576 36
260	HESS	7/20/15	$ 16,702 27	$ 11,771 27	$ 4,931 00
18	LIBERTY	7/20/15	$ 806 64	$ 782 45	$ 24 19
610	POPULAR INC	7/20/15	$ 18,719 45	$ 20,621 72	$ (1,902 27)
					$ -
20	AMDOCS	7/20/15	$ 1,136 59	$ 948 80	$ 187 79
50	DANONE	7/20/15	$ 3,408 82	$ 3,600 19	$ (191 37)
280	ELI LILLY	7/20/15	$ 24,543 58	$ 20,336 37	$ 4,207 21
170	GANNETT	7/20/15	$ 1,988 86	$ 1,819 28	$ 169 58
220	GANNETT	7/20/15	$ 2,573 82	$ 2,456 94	$ 116 88
120	HESS	7/20/15	$ 7,708 74	$ 9,024 29	$ (1,315 55)
280	HESS	7/20/15	$ 17,987 07	$ 19,660 51	$ (1,673 44)
3	LIBERTY	7/20/15	$ 134 44	$ 100 31	$ 34 13
15	LIBERTY	7/20/15	$ 672 20	$ 702 32	$ (30 12)
60	POPULAR INC	7/20/15	$ 1,841 26	$ 1,878 60	$ (37 34)
520	POPULAR INC	7/20/15	$ 15,957 57	$ 17,795 23	$ (1,837 66)
0 999	TOPBUILD	7/20/15	$ 27 56	$ 23 56	$ 4 00
119	TOPBUILD	7/20/15	$ 3,490 20	$ 2,806 78	$ 683 42
970	TRONOX	7/20/15	$ 12,705 11	$ 19,478 96	$ (6,773 85)
					$ -
1110	CAMERON	8/28/15	$ 72,381 43	$ 57,760 85	$ 14,620 58
790	POTACH	8/28/15	19,368 86	$ 27,611 53	$ (8,242 67)
					$ -
340	JOY	9/2/15	$ 7,580 57	$ 19,091 61	$ (11,511 04)
200	JOY	9/2/15	$ 4,459 16	$ 11,444 00	$ (6,984 84)
40	VIACOM	9/2/15	$ 1,613 89	$ 2,308 36	$ (694 47)
180	VIACOM	9/2/15	$ 7,262 50	$ 10,738 94	$ (3,476 44)
					$ -
160	JOY	9/2/15	$ 3,567 32	$ 8,684 88	$ (5,117 56)
410	SABMILLER	9/2/15	$ 22,790 66	$ 19,170 12	$ 3,620 54
450	SABMILLER	9/2/15	$ 25,014 14	$ 20,985 08	$ 4,029 06
70	SABMILLER	9/2/15	$ 2,824 31	$ 5,701 50	$ (2,877 19)
550	SABMILLER	9/2/15	$ 22,190 99	$ 41,437 50	$ (19,246 51)
					$ -
					$ -
180	EMC CORP	10/1/15	$ 4,344 99	$ 4,372 41	$ (27 42)
1090	EMC CORP	10/1/15	$ 26,311 35	$ 26,941 64	$ (630 29)
180	EMC CORP	10/1/15	$ 4,345 00	$ 5,299 20	$ (954 20)
780	GENERAL ELECTRIC	10/1/15	$ 22,846 08	$ 17,005 96	$ 5,840 12
50	JOHNSON&JOHNSON	10/1/15	$ 4,605 28	$ 3,479 74	$ 1,125 54
110	JOHNSON&JOHNSON	10/1/15	$ 10,131 61	$ 8,267 02	$ 1,864 59
400	SHUTTERFLY	10/1/15	$ 15,617 75	$ 20,642 32	$ (5,024 57)
180	SHUTTERFLY	10/1/15	$ 7,027 99	$ 8,487 92	$ (1,459 93)
160	ELI LILLY	10/1/15	$ 13,075 41	$ 11,620 78	$ 1,454 63

320	ELI LILLY	10/1/15	$ 25,968 48	$ 23,241 56	$ 2,726 92
160	ELI LILLY	10/1/15	$ 12,984 24	$ 13,340 16	$ (355 92)
480	MERC CO	10/1/15	$ 24,683 36	$ 27,465 07	$ (2,781 71)
280	MERC CO	10/1/15	$ 14,398 62	$ 16,769 03	$ (2,370 41)
220	MERC CO	10/1/15	$ 11,274 31	$ 13,175 67	$ (1,901 36)
170	SHUTTERFLY	10/1/15	$ 6,637 55	$ 7,225 66	$ (588 11)
430	SPIRIT	10/1/15	$ 14,897 33	$ 28,012 95	$ (13,115 62)
					$ -
1700	EVERTEC	11/1/2015	$ 30,814 48	$ 40,896 22	$ (10,081 74)
120	EVERTEC	11/1/2015	$ 2,175 14	$ 2,779 20	$ (604 06)
230	GENERAL ELECTRIC	11/1/2015	$ 6,917 86	$ 5,014 58	$ 1,903 28
480	GENERAL ELECTRIC	11/1/2015	$ 14,437 27	$ 11,561 86	$ 2,875 41
670	GENERAL ELECTRIC	11/1/2015	$ 20,152 02	$ 16,843 80	$ 3,308 22
360	HOMEWAY	11/1/2015	$ 14,349 69	$ 12,104 17	$ 2,245 52
10	HOMEWAY	11/1/2015	$ 398 60	$ 330 00	$ 68 60
330	PLUM CREEK	11/1/2015	$ 15,366 82	$ 13,576 96	$ 1,789 86
30	SINOFI	11/1/2015	$ 1,323 33	$ 1,571 23	$ (247 90)
350	SINOFI	11/1/2015	$ 15,438 81	$ 19,233 33	$ (3,794 52)
190	VISA	11/1/2015	$ 14,892 13	$ 9,643 60	$ 5,248 53
270	AUTODESK	11/1/2015	$ 17,157 34	$ 14,281 03	$ 2,876 31
300	NORFOLK	11/1/2015	$ 27,720 68	$ 27,820 32	$ (99.64)
240	OWENS	11/1/2015			$ -
340	PLUM CREEK	11/1/2015	$ 15,832 49	$ 14,225 09	$ 1,607 40
360	SINOFI	11/1/2015	$ 15,879 91	$ 18,452 23	$ (2,572 32)
					$ -
60	HOMEWAY	12/1/2015	$ 2,150 89	$ 1,980 00	$ 170 89
160	HOMEWAY	12/1/2015	$ 5,735 70	$ 5,341 60	$ 394 10
					$ -
					$ -
					$ -
					$ -
			$ 1,828,354 19	$ 1,753,659 91	$ 74,694 28