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Form **990-PF****Return of Private Foundation**  
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

**2015**Department of the Treasury  
Internal Revenue Service▶ 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](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation <b>Manoogian Simone Foundation</b>		A Employer identification number <b>38-1799107</b>
Number and street (or P O box number if mail is not delivered to street address) <b>21001 Van Born Road</b>	Room/suite	B Telephone number (see instructions) <b>313-274-8799</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Taylor MI 48180</b>		C If exemption application is pending, check here ▶ <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here ▶ <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ <b>\$ 121,340,059</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	815	815	815	
	4 Dividends and interest from securities	2,240,997	2,240,997	2,240,997	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,350,036			
	b Gross sales price for all assets on line 6a <b>9,743,155</b>				
	7 Capital gain net income (from Part IV, line 2)		2,350,036		
	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) <b>Stmt 1</b>	11,361	11,361	11,361		
12 Total. Add lines 1 through 11	4,603,209	4,603,209	2,253,173		
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) <b>Stmt 2</b>	2,461			2,461
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) <b>Stmt 3</b>	65,006	19,167		
	19 Depreciation (attach schedule) and depletion <b>Stmt 4</b>				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) <b>Stmt 5</b>	1,293	1,293		
	24 Total operating and administrative expenses. Add lines 13 through 23	68,760	20,460	0	2,461
	25 Contributions, gifts, grants paid	7,192,000			7,192,000
26 Total expenses and disbursements. Add lines 24 and 25	7,260,760	20,460	0	7,194,461	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-2,657,551				
b Net investment income (if negative, enter -0-)		4,582,749			
c Adjusted net income (if negative, enter -0-)			2,253,173		

For Paperwork Reduction Act Notice, see instructions.

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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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	8,298,289	10,154,196	10,154,196
	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 – US and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 6	12,413,291	12,349,539	89,672,887
	c	Investments – corporate bonds (attach schedule) See Stmt 7	506,314	506,314	577,500
	11	Investments – land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 8	25,947,523	21,552,663	20,843,898
Liabilities	14	Land, buildings, and equipment basis ▶ 42,360 Less: accumulated depreciation (attach sch.) ▶ 42,360			
	15	Other assets (describe ▶ See Statement 9 )	137,283	91,464	91,578
	16	<b>Total assets</b> (to be completed by all filers – see the instructions. Also, see page 1, item I)	47,302,700	44,654,176	121,340,059
	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	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	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	47,302,700	44,654,176	
	30	<b>Total net assets or fund balances</b> (see instructions)	47,302,700	44,654,176	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	47,302,700	44,654,176	

**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	47,302,700
2	Enter amount from Part I, line 27a	2	-2,657,551
3	Other increases not included in line 2 (itemize) ▶ See Statement 10	3	9,027
4	Add lines 1, 2, and 3	4	44,654,176
5	Decreases not included in line 2 (itemize) ▶	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6	44,654,176

**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.)
<b>1a Publicly traded securities-Long Term</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>b Publicly traded securities-ShortTerm</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>c Long Point Capital Fund-Long Term</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>d Sale of Long Point Capital, LP</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>e Charles Schwab - CapGain Dist</b>			

  

(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)
<b>a 133,006</b>		<b>137,172</b>	<b>-4,166</b>
<b>b 8,938,961</b>		<b>7,252,455</b>	<b>1,686,506</b>
<b>c 46,041</b>			<b>46,041</b>
<b>d 3,492</b>		<b>3,492</b>	
<b>e 621,655</b>			<b>621,655</b>

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

(i) FMV 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))
<b>a</b>			<b>-4,166</b>
<b>b</b>			<b>1,686,506</b>
<b>c</b>			<b>46,041</b>
<b>d</b>			
<b>e</b>			<b>621,655</b>

**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 **2,350,036**

**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	<b>7,650,000</b>	<b>106,720,570</b>	<b>0.071683</b>
2013	<b>7,039,625</b>	<b>107,079,984</b>	<b>0.065742</b>
2012	<b>4,155,716</b>	<b>89,018,629</b>	<b>0.046684</b>
2011	<b>4,106,612</b>	<b>83,941,601</b>	<b>0.048922</b>
2010	<b>3,716,551</b>	<b>85,966,698</b>	<b>0.043232</b>

**2** Total of line 1, column (d) **0.276263**

**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 **0.055253**

**4** Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 **115,895,459**

**5** Multiply line 4 by line 3 **6,403,572**

**6** Enter 1% of net investment income (1% of Part I, line 27b) **45,827**

**7** Add lines 5 and 6 **6,449,399**

**8** Enter qualifying distributions from Part XII, line 4 **7,194,461**  
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)**

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/>	<b>1</b>	<b>45,827</b>
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b> Add lines 1 and 2	<b>3</b>	<b>45,827</b>
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	<b>45,827</b>
<b>6</b> Credits/Payments.		
<b>a</b> 2015 estimated tax payments and 2014 overpayment credited to 2015	<b>6a</b>	<b>91,283</b>
<b>b</b> Exempt foreign organizations – tax withheld at source	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d	<b>7</b>	<b>91,283</b>
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	<b>9</b>	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	<b>10</b>	<b>45,456</b>
<b>11</b> Enter the amount of line 10 to be Credited to 2016 estimated tax <b>45,456</b> Refunded	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file Form 1120-POL for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <b>\$</b> _____ (2) On foundation managers. <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <b>\$</b> _____		
<b>2</b> 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.	<b>2</b>	<b>X</b>
<b>3</b> 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	<b>3</b>	<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<b>4a</b>	<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	<b>5</b>	<b>X</b>
<b>6</b> 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?	<b>6</b>	<b>X</b>
<b>7</b> 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	<b>7</b>	<b>X</b>
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <b>None</b>		
<b>b</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	<b>8b</b>	<b>X</b>
<b>9</b> 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	<b>9</b>	<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<b>10</b>	<b>X</b>

N/A

**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)	11	Yes	No
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? Website address ► <b>N/A</b>	13	X	
14	The books are in care of ► <b>Scott Sinclair</b> <b>21001 Van Born Road</b> Located at ► <b>Taylor</b>	Telephone no ► <b>313-274-8799</b> MI ZIP+4 ► <b>48180</b>		
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	► <input type="checkbox"/>	
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 ►	16	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(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?	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? If "Yes," list the years ► 20 , 20 , 20 , 20	<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 ► 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?	<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)**

<b>5a</b> 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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</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	<b>N/A</b> <input type="checkbox"/>	<b>5b</b>		
<b>c</b> 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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<b>N/A</b> <input type="checkbox"/> Yes <input type="checkbox"/> No			
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		<b>6b</b>		<b>X</b>
<b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<b>N/A</b>	<b>7b</b>		

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(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
Louise M. Simone 21001 Van Born Road Taylor MI 48180	Pres. & Dir 8.00	0	0	0
Christine M. Simone 21001 Van Born Road Taylor MI 48180	Sec & Treas 8.00	0	0	0
David Simone 21001 Van Born Road Taylor MI 48180	VP & Dir 2.00	0	0	0
Mark Simone 21001 Van Born Road Taylor MI 48180	Director 2.00	0	0	0
<b>2 Compensation of five highest-paid employees (other than those included on line 1 – see instructions). If none, enter "NONE."</b>				
(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				
<b>Total number of other employees paid over \$50,000</b>				<b>0</b>

**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 ▶



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	<b>109,393,093</b>
<b>b</b>	Average of monthly cash balances	<b>1b</b>	<b>8,129,988</b>
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	<b>137,283</b>
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	<b>117,660,364</b>
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	<b>0</b>
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	<b>0</b>
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	<b>117,660,364</b>
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	<b>4</b>	<b>1,764,905</b>
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	<b>115,895,459</b>
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	<b>5,794,773</b>

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	<b>5,794,773</b>
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	<b>45,827</b>
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	<b>45,827</b>
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	<b>5,748,946</b>
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	<b>5,748,946</b>
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	<b>5,748,946</b>

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. – total from Part I, column (d), line 26	<b>1a</b>	<b>7,194,461</b>
<b>b</b>	Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	<b>7,194,461</b>
<b>5</b>	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)	<b>5</b>	<b>45,827</b>
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	<b>7,148,634</b>

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				<b>5,748,946</b>
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only				
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				<b>61,223</b>
<b>f</b> Total of lines 3a through e	<b>61,223</b>			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ► \$ <b>7,194,461</b>				
<b>a</b> Applied to 2014, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2015 distributable amount				<b>5,748,946</b>
<b>e</b> Remaining amount distributed out of corpus	<b>1,445,515</b>			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	<b>1,506,738</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount – see instructions				
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount – see instructions				
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				<b>0</b>
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	<b>1,506,738</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				<b>61,223</b>
<b>e</b> Excess from 2015				<b>1,445,515</b>

**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)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities				
Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> "Assets" alternative test – enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
<b>c</b> "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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year <b>See Schedule A</b>				<b>7,192,000</b>
<b>Total</b>			<b>3a</b>	<b>7,192,000</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>3b</b>	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Part XVPA Analysis of Income-Producing Activities				
Enter gross amounts unless otherwise indicated.				
	Unrelated business income		Excluded by section 512, 513, or 514	
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
(e) Related or exempt function income (See instructions)				
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	815
4 Dividends and interest from securities			14	2,240,997
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	2,350,036
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue: a _____				
b <b>Securities class action stlmt</b>			18	393
c <b>Taxable distributions</b>			18	10,968
d _____				
e _____				
12 Subtotal. Add columns (b), (d), and (e)		0		4,603,209
13 Total. Add line 12, columns (b), (d), and (e)				4,603,209

(See worksheet in line 13 instructions to verify calculations.)

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]



Manoogian Simone Foundation

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Securities class action stlmt	\$ 393	393	\$ 393
Taxable distributions	10,968	10,968	10,968
Total	\$ 11,361	\$ 11,361	\$ 11,361

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Accounting fees	\$ 2,461			\$ 2,461
Total	\$ 2,461	\$ 0	\$ 0	\$ 2,461

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal Excise Tax	\$ 45,819			
Foreign Tax Paid	19,167	19,167		
Michigan Annual Report	20			
Total	\$ 65,006	\$ 19,167	\$ 0	\$ 0

Manoogian Simone Foundation

**Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation**

Description					Current Year Depreciation	Net Investment Income	Adjusted Net Income
Date Acquired	Cost Basis	Prior Year Depreciation	Method	Life			
Equipment 8/15/95	\$ 37,523	\$ 37,523	S/L	5	\$	\$	\$
Equipment 7/19/95	4,837	4,837	S/L	5			
Total	\$ 42,360	\$ 42,360			\$ 0	\$ 0	\$ 0

**Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Portfolio fees:				
Long Point Capital Fund , L.P	900	900		
Charles Schwab & Co	393	393		
Total	\$ 1,293	\$ 1,293	\$ 0	\$ 0

**Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Schedule B	\$ 12,413,291	\$ 12,349,539	Cost	\$ 89,672,887
Total	\$ 12,413,291	\$ 12,349,539		\$ 89,672,887



Manoogian Simone Foundation

**Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
Masco Corp 7.125%	\$ 506,314	\$ 506,314	Cost	\$ 577,500
Total	\$ 506,314	\$ 506,314		\$ 577,500

**Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
See Schedule C	\$ 25,947,523	\$ 21,552,663	Cost	\$ 20,843,898
Total	\$ 25,947,523	\$ 21,552,663		\$ 20,843,898

Manoogian Simone Foundation

**Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets**

Description	Beginning of Year	End of Year	Fair Market Value
Fine Art Objects - Manuscripts	\$ 46,000	\$ 46,000	\$ 46,000
Prepaid Federal Excise Tax	91,283	45,464	45,578
Total	<u>\$ 137,283</u>	<u>\$ 91,464</u>	<u>\$ 91,578</u>

**Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases**

Description	Amount
Adjustment to investment account for prior period	\$ 9,027
Total	<u>\$ 9,027</u>

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**Federal Asset Report**

Form 990-PF

Manoogian Simone Foundation

**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
<b>Other Depreciation:</b>									
1	Equipment	8/15/95	37,523			37,523	5 MO S/L	37,523	0
2	Equipment	7/19/95	4,837			4,837	5 MO S/L	4,837	0
	<b>Total Other Depreciation</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Total ACRS and Other Depreciation</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Grand Totals</b>		42,360			42,360		42,360	0
	<b>Less: Dispositions and Transfers</b>		0			0		0	0
	<b>Less: Start-up/Org Expense</b>		0			0		0	0
	<b>Net Grand Totals</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>

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**AMT Asset Report**

2015 Form 990-PF

Manoogian Simone Foundation

**Form 990, Page 1**

Asset	Description	Date In Service	Cost	Bus %	Sec 179 Bonus	Basis for Depr	Per Conv Meth	Prior	Current
<b>Other Depreciation:</b>									
1	Equipment	8/15/95	37,523			37,523	5 MO S/L	37,523	0
2	Equipment	7/19/95	4,837			4,837	5 MO S/L	4,837	0
	<b>Total Other Depreciation</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Total ACRS and Other Depreciation</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>
	<b>Grand Totals</b>		42,360			42,360		42,360	0
	<b>Less: Dispositions and Transfers</b>		<u>0</u>			<u>0</u>		<u>0</u>	<u>0</u>
	<b>Net Grand Totals</b>		<u>42,360</u>			<u>42,360</u>		<u>42,360</u>	<u>0</u>

Manoogian Simone Foundation

**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Charles Schwab & Co	\$ 814		14		
Long Point Capital	1		14		
Total	<u>\$ 815</u>				

**Taxable Dividends from Securities**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Charles Schwab & Co., Inc	\$ 2,205,372		14		
Masco Corp 7.125%	35,625		14		
Total	<u>\$ 2,240,997</u>				

Manoogian Simone Foundation  
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Schedule A: Part I Line 25 Contributions, gifts, grants paid									
Paid Approved	Business Name	Address Line	City	State	Zip	Status	Purpose	Amount	
Grants and Contributions Paid or Approved During Tax Year									
PC	AGBU Syrian Relief	55 East 59th	New York	NY	10022	Public	Charitable	5,000	
PC	City Harvest, Inc	6 East 32nd St, 5th Fl	New York	NY	10016	Public	Charitable	15,000	
PC	Development Services of Armenia	PO Box 660849	Arcadia	CA	91006	Public	Charitable	25,000	
PC	Doctors Without Borders	333 Seventh Ave, 2nd Fl	New York	NY	10001	Public	Charitable	250,000	
PC	Police Athletic League	34 1/2 E 12th St	New York	NY	10003	Public	Charitable	50,000	
PC	WNET	825 Eighth Avenue	New York	NY	10019	Public	Charitable	10,000	
								<u>\$ 355,000</u>	
PC	American University of Armenia	300 Lakeside Dr	Oakland	CA	94612	Public	Educational	5,000,000	
PC	American University of Armenia	300 Lakeside Dr	Oakland	CA	94612	Public	Educational	300,000	
PC	American University of Armenia	300 Lakeside Dr	Oakland	CA	94612	Public	Educational	21,000	
PC	University of Michigan	500 S State St	Ann Arbor	MI	48109	Public	Educational	100,000	
PC	University of Michigan	500 S State St	Ann Arbor	MI	48109	Public	Educational	100,000	
								<u>\$ 5,521,000</u>	
PC	Armenian Apostolic Society	22001 Northwestern Hwy	Southfield	MI	48075	Public	Religious/Cultural	1,000	
PC	Armenian Apostolic Society	22001 Northwestern Hwy	Southfield	MI	48075	Public	Religious/Cultural	1,000	
PC	Diocese of Armenian Church	630 Second Avenue	New York	NY	10016	Public	Religious/Cultural	14,000	
PC	Friends of Holy Etchmiadzin	715 Timberline Drive	Wyckoff	NJ	07481	Public	Religious/Cultural	1,300,000	
								<u>\$ 1,316,000</u>	
Grand Total								<u>\$ 7,192,000</u>	

Manoogian Simone Foundation

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**Schedule B: Part II Line 10b Investments - Corporate Stock**

Description	Number of Shares	End of Year Book Value	End of Year Market Value
<u>Securities (Corporate Stock)</u>			
3M Company	765.5319	120,809	115,320
Abbott Laboratories	4,226.1913	141,261	189,798
Abbvie Inc	2,206.3627	81,023	130,705
Accenture PLC Cl A	3,500.0000	91,864	365,750
Adobe Systems Inc	2,300.0000	61,387	216,062
Aflac Inc	2,232.4238	90,790	133,722
Alibaba Group Hldg	1,000.0000	77,443	81,270
Allergan PLC	276.0000	84,180	86,250
Alphabet Inc Cl A	590.0000	130,720	459,026
Alphabet Inc Cl C	591.0000	130,158	448,498
Altria Group Inc	5,000.0000	96,249	291,050
Amazon	100.0000	35,004	67,589
American Express	2,021.7130	163,404	140,610
Amgen Inc	1,530.5349	93,997	248,452
Anheuser-Busch Inbev	1,000.0000	54,540	125,000
Anthem Inc	2,075.5638	149,786	289,417
Apple Inc	1,479.6757	109,311	155,751
AT&T	6,037.0000	30,004	207,733
Bank of America Corp	4,072.3880	52,407	68,538
Baxalta Inc	3,088.0000	54,739	120,525
Baxter International	3,141.1799	69,436	119,836
BCE Inc	4,000.0000	167,504	154,480
Boeing Co	1,593.3406	142,315	230,381
Borg Warner Inc	2,039.0132	89,085	88,147
Bristol-Myers Squibb	2,718.1885	93,125	186,984
Bunge Limited	2,093.9019	152,339	142,972
Campbell Soup Co	1,070.1200	37,697	56,235
CBS Corp	2,055.7305	88,985	96,887
Celgene Corp	1,500.0000	111,759	179,640
Cerner Corp	2,000.0000	71,040	120,340
Chemours Company	213.0000	2,997	1,142
Chicago Bridge & Iron	2,000.0000	87,315	77,980
Church & Dwight Co	3,144.1643	184,860	266,877
Citigroup	3,008.9394	146,157	155,713
Clorox Company	1,084.9094	71,396	137,599
Coach Inc	2,198.4523	103,412	71,955
Colgate-Palmolive Co	4,171.0507	125,142	277,875
Comcast Corporation	4,402.3851	183,761	248,427
Comerica Inc	53,900.0000	83,410	2,254,637

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Securities (Corporate Stock) (cont'd)

	Number of Shares	End of Year Book Value	End of Year Market Value
Conocophillips	1,375.8203	46,753	64,237
Consolidated Edison	1,000.0000	48,890	64,270
Constellation Brand	250.5417	7,728	35,687
Core Laboratories	1,000.0000	83,790	108,740
Costco Wholesale Co	1,275.4515	142,780	205,985
CR Bard Inc	1,110.3234	55,326	210,340
CSX Corp	5,290.1607	128,277	137,280
Cummins Inc	1,303.2521	167,666	114,699
Deere & Co	3,211.3087	276,563	244,927
Delta Air Lines Inc	1,008.0311	43,780	51,097
Devon Energy Corp	2,270.7869	60,811	72,665
Diageo PLC	1,238.3068	83,346	135,062
Dicks Sporting Goods	1,016.0365	43,402	35,917
Doubleline Opportunistic	1,064.6782	28,218	26,947
Du Pont El De Nemour	1,080.1517	56,799	71,938
Duke Energy Corp	760.1259	43,801	54,265
Ecolab Inc	2,200.0000	62,204	251,636
Eli Lilly & Company	878.0270	57,943	73,983
Emerson Electric Co	3,609.5597	135,168	172,645
EOG Resources Inc	2,816.4540	46,043	199,377
Estee Lauderco Inc	3,082.6470	207,689	271,458
Exelon Corporation	3,698.4635	60,407	102,706
Express Scripts Hldg	1,620.0000	91,514	141,604
Exxon Mobil Corp	6,628.8273	44,022	516,717
First Solar Inc	2,000.0000	77,909	131,980
Fiserv Inc	1,000.0000	17,277	91,460
Ford Motor Company	2,000.0000	21,080	28,180
General Electric Co	3,298.3050	72,936	102,742
Gilead Sciences Inc	10,839.4069	79,601	1,096,840
Goldman Sachs Group	2,337.8388	295,841	421,349
Hain Celestial Group	1,000.0000	64,009	40,390
Halliburton Co Holdg	3,069.0110	92,603	104,469
Hartford Finl Svc	2,087.3214	54,537	90,715
Hershey Company	2,127.8248	169,600	189,951
Honeywell Intl Inc	1,586.3150	79,223	164,295
Huntsman Corporation	2,035.8574	44,310	23,148
Intel Corp	4,779.0071	112,663	164,637
Johnson & Johnson	6,546.9986	364,964	672,508
Kellogg Company	3,189.6057	145,704	230,513
Lab Co of Amer Hldg	600.0000	41,249	74,184
Las Vegas Sands Corp	1,335.3294	98,289	58,541
Macys Inc	3,107.0654	138,307	108,685
Masco Corp	2,115,000.0000	21,303	59,854,500



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Securities (Corporate Stock) (cont'd)

	Number of Shares	End of Year Book Value	End of Year Market Value
McDonalds Corp	2,050.3290	100,558	242,226
Mettler Toledo Intl	600.0000	46,349	203,478
Monsanto Co	1,222.8335	66,525	120,474
Norstrom Inc	2,110.0738	114,942	105,103
Omnicorn Group Inc	2,547.5449	93,781	192,747
Parker-Hannifin Corp	777.1037	46,321	75,364
Pembina Pipeline Corp	2,850.0000	78,989	62,016
Pentair PLC	1,036.6923	46,536	51,347
Pepsico Inc	3,786.2363	179,435	378,321
Philip Morris Intl	5,000.0000	219,320	439,550
Phillips 66	651.4503	14,108	53,289
Pimco Corporate Opportun	5,950.0000	92,576	79,373
Pimco High Income CF	6,000.0000	62,508	49,080
Pinnacle Foods Inc	2,047.0588	48,947	86,918
Praxair Inc	721.4760	47,163	73,879
Procter & Gamble	5,272.1063	272,207	418,658
Qualcomm Inc	1,050.5956	46,004	52,514
Ralph Lauren Corp	2,291.6036	352,186	255,468
Rockwell Collins Inc	1,550.8025	105,869	143,139
Sanderson Farm Inc	1,514.7709	123,697	117,425
Schein Henry Inc	750.0000	83,446	118,643
Schlumberger Ltd	2,968.3355	101,561	207,041
Siemens AG	2,000.0000	187,780	192,350
Starbucks Corp	3,733.9245	66,926	224,147
Target Corporation	2,999.1754	135,266	217,770
Tata Motors Ltd	3,000.0000	50,338	88,410
Texas Instruments	4,100.0000	90,274	224,721
Textron Inc	2,012.4383	53,941	84,543
Time Warner Cable	1,064.7094	96,784	197,599
Topbuild Corporation	218,333.0000	2,419	6,718,106
Toronto Dominion Bank	3,000.0000	121,321	117,510
Twitter Inc	1,750.0000	67,905	40,495
United Technologies	4,202.2035	210,971	403,706
Unitedhealth Group Inc	2,080.7385	68,469	244,778
Verizon Communication	1,414.0000	12,098	65,355
Visa Inc	4,078.8592	155,316	316,316
Walgreens Boots Alli	3,327.9493	113,563	283,392
Walt Disney Co	1,029.5072	57,578	108,181
Waste Management Inc	4,121.1619	138,959	219,946
Whirlpool Corp	1,053.7213	72,947	154,760
Whole Foods Market	3,090.5930	138,053	103,535
Williams Sonoma	2,052.6445	136,279	119,895
Wynn Resorts	764.0900	97,140	52,867

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Number of Shares	End of Year Book Value	End of Year Market Value
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Securities (Corporate Stock) (cont'd)

Zimmer Biomet Holdgs

1,423.2419

57,048

146,010

Total

\$ 12,349,539

\$ 89,672,887

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Schedule C: Part II Line 13 Investments - (Other)			
Description	Number of Shares	End of Year Book Value	End of Year Market Value

Other Investments - Mutual Funds

Doubleline Shiller Enhance	8,564.0980	103,559	101,913
Franklin Income Fd CI A	429,471.3320	1,117,067	901,890
Franklin Mutual European	70,711.6060	1,637,310	1,339,985
Franklin Mutual Global	235,014.9380	7,122,751	6,782,531
Invesco Asia Pacific	80,989.1700	2,278,567	2,278,225
Invesco Mid Cap Growth	25,195.7250	780,371	865,473
Oakmark Intl Fd	4,682.6630	110,017	100,022
Pimco Income Inst CI	497,738.9420	6,086,099	5,838,478
Templeton Global Balanced	485,391.2940	1,449,318	1,354,242
Total Other Investments - Mutual Funds		\$ 20,685,059	\$ 19,562,759

Other Investments

American Tower Corp	1,849.2551	120,937	179,285
Blackstone Group LP	2,331.7651	56,407	68,181
Digital Realty Trust	1,000.0000	72,380	75,620
Ishares Core S&P Small	773.7807	59,514	85,201
Ishares Global Timber	790.8198	33,006	37,777
Market Vectors Retail	1,036.5130	45,821	80,558
Powershares Exch Trad Fd Tr	7,000.0000	115,690	131,810
Select Sector Financial	1,053.7309	16,902	25,110
Select Sector UTI Select	2,231.4439	80,414	96,577
SPDR S&P Biotech	4,509.4044	127,607	316,560
Technology Select Sector	1,009.6631	29,650	43,244
Vanguard Reit Etf	1,110.8273	69,666	88,566
Wisdomtree Japan Hedged	1,051.3275	39,610	52,650
Total Other Investments		\$ 867,604	\$ 1,281,139

Grand Total	\$ 21,552,663		\$ 20,843,898
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