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: THE LUDINGTON FAMILY FOUNDATION

A Employer identification number: 38-3323700

Number and street (or P O box number if mail is not delivered to street address): 299 BARDEN RD.

Room/suite

B Telephone number: (989)631-2370

City or town, state or province, country, and ZIP or foreign postal code: SANFORD, MI 48657-9534

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: ☒ 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) ▶$ 604,446.

J Accounting method: ☒ 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).)

		(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	19,025.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	14,308.	12,938.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,113.			
	b Gross sales price for all assets on line 6a 166,989.				
	7 Capital gain net income (from Part IV, line 2)		7,113.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	899.	899.		STATEMENT 2
	12 **Total** Add lines 1 through 11	41,345.	20,950.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	22,659.	11,330.		11,329.
	c Other professional fees STMT 4	5,063.	5,063.		0.
	17 Interest				
	18 Taxes STMT 5	2,042.	253.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	200.	0.		200.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,964.	16,646.		11,529.
	25 Contributions, gifts, grants paid	33,215.			33,215.
	26 **Total expenses and disbursements.** Add lines 24 and 25	63,179.	16,646.		44,744.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-21,834.			
	b **Net investment income** (if negative, enter -0-)		4,304.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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523501 11-24-15 LHA **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)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	17,859.	6,994.	6,994.
	2 Savings and temporary cash investments	63,655.	29,180.	29,180.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶	1,960.		
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	223,946.	148,027.	158,291.
	c Investments - corporate bonds STMT 8	180,225.	191,434.	189,344.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	133,126.	223,302.	220,637.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	620,771.	598,937.	604,446.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	620,771.	598,937.	
	30 Total net assets or fund balances	620,771.	598,937.	
	31 Total liabilities and net assets/fund balances	620,771.	598,937.	

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	620,771.
2	Enter amount from Part I, line 27a	2	-21,834.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	598,937.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	598,937.

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	AMERITRADE ACC #915053533 - SEE STMT B	P	VARIOUS	VARIOUS
b	AMERITRADE ACC #915053533 - SEE STMT B	P	VARIOUS	VARIOUS
c	AMERITRADE ACC #915053533 - SEE STMT B	P	VARIOUS	VARIOUS
d	AMERITRADE ACC #915053533 - SEE STMT B	D	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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	50,372.		50,265.	107.
b	61,723.		59,035.	2,688.
c	47,916.		49,278.	-1,362.
d	3,166.		1,298.	1,868.
e	3,812.			3,812.

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				107.
b				2,688.
c				-1,362.
d				1,868.
e				3,812.

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 7,113.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 } 3 N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	32,303.	662,860.	.048733
2013	27,958.	616,036.	.045384
2012	34,682.	579,500.	.059848
2011	32,936.	569,276.	.057856
2010	29,397.	573,219.	.051284

2	Total of line 1, column (d)	2	.263105
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	.052621
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	641,223.
5	Multiply line 4 by line 3	5	33,742.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	43.
7	Add lines 5 and 6	7	33,785.
8	Enter qualifying distributions from Part XII, line 4	8	44,744.

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	43.
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	43.
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	43.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 980.		
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	980.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	937.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	937. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
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

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 ▶ THOMAS L. LUDINGTON Telephone no. ▶ 989-631-2370

Located at ▶ 299 W. BARDEN, SANFORD, MI ZIP+4 ▶ 48657-9534

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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** No: X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS L. LUDINGTON 299 W. BARDEN SANFORD, MI 48657-9534	PRESIDENT 1.00	0.	0.	0.
KATRINA K. LUDINGTON 299 W. BARDEN SANFORD, MI 48657-9534	VICE PRESIDENT 0.00	0.	0.	0.
JOHN T. LUDINGTON 299 W. BARDEN SANFORD, MI 48657-9534	TREASURER 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	587,317.
b	Average of monthly cash balances		1b	63,671.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	650,988.
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	650,988.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	9,765.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	641,223.
6	**Minimum investment return.** Enter 5% of line 5		6	32,061.

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	32,061.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 43.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	43.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	32,018.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	32,018.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	32,018.

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	44,744.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	44,744.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	43.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	44,701.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				32,018.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			9,291.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 44,744.				
a Applied to 2014, but not more than line 2a			9,291.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				32,018.
e Remaining amount distributed out of corpus	3,435.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	3,435.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	3,435.			
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 3,435.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 10

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

NONE

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

Check here ▶ ☐ 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:

THOMAS L. LUDINGTON, 989-631-2370
299 BARDEN RD, SANFORD, MI 49657-9534

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

LETTER FORM

c Any submission deadlines:

NONE

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

NONE

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				
ALBION COLLEGE ANNUAL FUND 611 EAST PORTER ST ALBION, MI 49224	NONE	PC	OPERATING	1,000.
ALBION COLLEGE ENDOWMENT 611 EAST PORTER ST ALBION, MI 49224	NONE	PC	OPERATING	7,000.
ALBION COMMUNITY FOUNDATION P.O. BOX 156 ALBION, MI 48224	NONE	PC	OPERATING	500.
AMERICAN BAR FOUNDATION 750 N LAKE SHORE DRIVE CHICAGO, IL 60611	NONE	PC	OPERATING	450.
BAY AREA YMCA 111 NORTH MADISON AVE. BAY CITY, MI 48708-6432	NONE	PC	OPERATING	250.
Total SEE CONTINUATION SHEET(S)			▶ 3a	33,215.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	14,308.	
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			14	899.	
8 Gain or (loss) from sales of assets other than inventory			18	7,113.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		22,320.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 22,320.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee | Date: May 9 2016 | Title: PRESIDENT

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	LORI BOYCE	Lori Boyce	5/5/16		P00121981
	Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
	Firm's address ▶ 200 RENAISSANCE CENTER, SUITE 3900 DETROIT, MI 48243-1895			Phone no. 313-396-3000	

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

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization

THE LUDINGTON FAMILY FOUNDATION

Employer identification number

38-3323700

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ

- [ ] 501(c)( ) (enter number) organization
- [ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- [ ] 527 political organization

Form 990-PF

- [X] 501(c)(3) exempt private foundation
- [ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
- [ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

- [ ] For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- [ ] For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III.
- [ ] For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year ▶ $ ______________

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

Name of organization

THE LUDINGTON FAMILY FOUNDATION

Employer identification number

38-3323700

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN LUDINGTON CLT C/O CHEMICAL BANK, 235 E. MAIN ST., P.O. BOX 249 MIDLAND, MI 48640	$ 17,065.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE LUDINGTON FAMILY FOUNDATION	38-3323700

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

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

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

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

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

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

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

Name of organization	Employer identification number
THE LUDINGTON FAMILY FOUNDATION	38-3323700

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BAY COUNTY DDA 901 SAGINAW STREET BAY CITY, MI 48708	NONE	PC	OPERATING	1,000.
CHIPPEWA NATURE CENTER INC 400 S BADOUR RD MIDLAND, MI 48640	NONE	PC	OPERATING	300.
CITY RESCURE MISSION OF SAGINAW P.O. BOX 548 SAGINAW, MI 48606	NONE	PC	OPERATING	300.
DELTA COLLEGE FOUNDATION 1961 DELTA RD UNIV CTR, MI 48710	NONE	PC	OPERATING	300.
FIRST UNITED METHODIST CHURCH P.O. BOX 466; 315 W LARKIN ST MIDLAND, MI 48640	NONE	PC	OPERATING	4,900.
H H DOW HIGH SCHOOL BOOSTERS CLUB 3901 N SAGINAW ROAD MIDLAND, MI 48640	NONE	PC	OPERATING	2,000.
HARBOR SPRINGS AREA HISTORICAL SOCIETY 349 E AMIN ST. PO BOX 812 HARBOR SPGS, MI 49740	NONE	PC	OPERATING	250.
JUNIOR ACHIEVEMENT OF CENTRAL MICHIGAN 5108 EASTMAN AVE, STE 4 MIDLAND, MI 48640-6823	NONE	PC	OPERATING	400.
LAKE HURON COUNCIL OF BOY SCOUTS 5001 SOUTH ELEVEN MILE RD; PO BOX 129 MIDLAND, MI 48611-0129	NONE	PC	OPERATING	500.
LITTLE FORKS CONSERVANCY 105 POST ST MIDLAND, MI 48640	NONE	PC	OPERATING	350.
Total from continuation sheets				24,015.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LITTLE TRAVERSE CONSERVANCY 3264 POWELL ROAD HARBOR SPRINGS, MI 49740	NONE	PC	OPERATING	500.
LITTLE TRAVERSE SAILORS P.O. BOX 583 HARBOR SPGS, MI 489740	NONE	PC	OPERATING	250.
MARCH OF DIMES 1275 MAMARONECK AVENUE WHITE PLAINS, NY 10605	NONE	PC	OPERATING	150.
MEMORIAL PRESBYTERIAN CHURCH 1310 ASHMAN ST. MIDLAND, MI 48640	NONE	PC	OPERATING	200.
MIDLAND AREA HOMES INC P.O. BOX 2163 MIDLAND, MI 48641-2660	NONE	PC	OPERATING	200.
MIDLAND CENTER FOR THE ARTS 1801 W. ST. ANDREWS RD. MIDLAND, MI 48640-2695	NONE	PC	OPERATING	1,000.
NAVY LEAGUE OF THE UNITED STATES 5700 LAKE WRIGHT DRIVE #115 VIRGINIA BEACCH, VA 23502	NONE	PC	OPERATING	500.
NORTH MIDLAND FAMILY CENTER 2601 E SHEARER RD MIDLAND, MI 48642	NONE	PC	OPERATING	300.
ONE HUNDRED CLUB OF BAY COUNTY 601 N MADISON AVE BAY CITY, MI 48708	NONE	PC	OPERATING	200.
PURDUE UNIVERSITY FOUNDATION 403 WEST WOOD ST WEST LAFAYETTE, IN 47907-2007	NONE	PC	OPERATING	1,125.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
REESE COMMUNITY LIVING ENDEAVOR PO BOX 2212 MIDLAND, MI 48640-2212	NONE	PC	OPERATING	250.
SAGINAW VALLEY STATE UNIVERSITY FOUNDATION 7400 BAY ROAD UNIVERSITY CENTER, MI 48710	NONE	PC	OPERATING	3,000.
SALVATION ARMY P.O. BOX 1447 MIDLAND, MI 48640-1447	NONE	PC	OPERATING	300.
SANFORD HISTORICAL SOCIETY 2222 N SMITH ST SANFORD, MI 48657	NONE	PC	OPERATING	250.
SANFORD LAKE ASSOCIATION P.O. BOX 212 SANFORD, MI 48657	NONE	PC	OPERATING	300.
SHELTERHOUSE PO BOX 2660 MIDLAND, MI 48641-2660	NONE	PC	OPERATING	250.
SPECIAL OLYMPICS SPECIAL OLYMPICS MICHIGAN MOUNT PLEASANT, MI 48859	NONE	PC	OPERATING	350.
TTHE ROCK 2205 JEFFERSON AVE MIDLAND, MI 48641	NONE	PC	OPERATING	150.
UNITED STATES OLYMPIC COMMITTEE 1 OLYMPIC PLAZA COLORADO SPRINGS, CO 80909	NONE	PC	OPERATING	800.
UNITED WAY OF BAY COUNTY 909 WASHINGTON AVE; PO BOX 602 BAY CITY, MI 48707-0602	NONE	PC	OPERATING	500.
Total from continuation sheets				

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNITED WAY OF MIDLAND COUNTY 200 MAIN ST, STE 100 MIDLAND, MI	NONE	PC	OPERATING	1,100.
UNIVERSITY OF ILLINOIS FOUNDATION 1305 WEST GREEN STREET URBANA, IL 61801	NONE	PC	OPERATING	250.
UNIVERSITY OF SAN DIEGO SCHOOL OF LAW 5998 ALCALA PARK SAN DIEGO, CA 92110	NONE	PC	OPERATING	1,000.
WEST MIDLAND FAMILY CENTER 4011 WEST ISABELLA RD SHEPHERD, MI 48883	NONE	PC	OPERATING	300.
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256	NONE	PC	OPERATING	490.
Total from continuation sheets				

February 15, 2016

Portfolio Statement

As of 12/31/2015

Ludington Family Foundation Acct #: 915053533
299 Barden Road
Sanford, MI 48657

Quantity	Description	Cost Basis	Current Price	Current Value	Unrealized Gain (Loss)	Trade Date	Weight
Cash Equivalents							
	TDA FDIC Money Market	29,180		29,180			4.9%
Equities							
United States							
267	Oracle Corp	5,053	36.53	9,754	4,700	12/07/2001	1.6%
Blue Chip							
241	PowerShares Buyback Acheivers	11,109	45.46	10,956	(153)	08/08/2014	1.8%
Energy Funds							
244	Powershares Dyn Energy ETF	11,202	33.57	8,191	(3,011)	04/18/2013	1.4%
100	Vanguard Energy Idx ETF	12,653	83.12	8,312	(4,341)	08/08/2014	1.4%
		23,856		16,503	(7,353)		2.8%
Energy Stocks							
166	Continental Resources	6,245	22.98	3,815	(2,431)	12/19/2012	0.6%
110	Helmerich & Payne Inc	7,429	53.55	5,891	(1,539)	12/05/2014	1.0%
103	Valero Energy Corp	6,334	70.71	7,283	949	04/02/2015	1.2%
172	Western Refining Inc	8,015	35.62	6,127	(1,889)	08/06/2015	1.0%
		28,024		23,115	(4,909)		3.9%
Financials							
311	Invesco Ltd	12,811	33.48	10,412	(2,398)	12/05/2014	1.7%
Health							
159	PowerShares Pharma ETF	5,327	69.97	11,125	5,799	08/15/2012	1.9%
Industrials							
394.895	Fidelity Cycl Indust Fund	12,400	29.21	11,535	(865)	08/08/2014	1.9%
Leisure & Entertainment							
67	Buffalo Wild Wings Inc	4,352	159.65	10,697	6,345	12/01/2011	1.8%
Media & Telecommunication							
140.272	T Price Media & Tele Fund	8,290	70.61	9,905	1,614	07/20/2011	1.7%
Pipelines							
3,153	Alerian Infrastructure Fund	50,913	12.05	37,994	(12,919)	07/20/2011	6.4%

Portfolio Statement

As of 12/31/2015

Ludington Family Foundation Acct #: 915053533

Quantity	Description	Cost Basis	Current Price	Current Value	Unrealized Gain (Loss)	Trade Date	Weight
Equities							
United States							
Real Estate							
86	American Tower Corp	5,988	96.95	8,338	2,349	04/18/2013	1.4%
113	Camden Property Trust	8,929	76.76	8,674	(255)	04/02/2015	1.5%
154	EPR Properties	8,386	58.45	9,001	615	08/08/2014	1.5%
95	Extra Space Storage Inc	4,031	88.21	8,380	4,349	08/15/2013	1.4%
209	HCP Inc	8,389	38.24	7,992	(397)	08/15/2013	1.3%
105	Vanguard REIT Index ETF	7,520	79.73	8,372	851	04/08/2014	1.4%
		43,243		50,757	7,513		8.5%
Retail							
230	Ross Stores Inc	5,877	53.81	12,376	6,499	12/01/2011	2.1%
Small Cap							
521.532	Janus Triton Fund	11,771	21.78	11,359	(412)	04/08/2014	1.9%
Technology							
91	PowerShares QQQ	6,124	111.86	10,179	4,056	08/15/2012	1.7%
Transportation							
120	Alaska Air Group	7,613	80.51	9,661	2,048	04/02/2015	1.6%
116.586	Fidelity Slct Portf Fd	7,717	72.95	8,505	788	08/15/2013	1.4%
237	TAL Int'l Group	7,355	15.90	3,768	(3,586)	12/19/2012	0.6%
		22,685		21,934	(750)		3.7%
Utilities							
251	PowerShares S&P Small Cap Util	10,301	41.17	10,334	33	12/08/2015	1.7%
230	SPDR Utilities ETF	9,769	43.28	9,954	185	12/08/2015	1.7%
		20,070		20,288	218		3.4%
		271,904		278,888	6,984		46.7%
International							
Funds							
1,132.275	AmCent Intl Opps Fund	10,700	8.95	10,134	(566)	08/06/2015	1.7%
362.794	Matthews Pacific Tiger Fund	9,400	23.54	8,540	(860)	12/08/2015	1.4%
363.311	MFS Intl New Discovery A Fund	8,622	27.64	10,042	1,420	07/20/2011	1.7%
480.007	Oakmark Intl I Fund	11,680	21.36	10,253	(1,427)	04/18/2013	1.7%
259	SPDR DJ Intl Real Estate	9,059	39.12	10,132	1,073	12/01/2011	1.7%

Portfolio Statement

As of 12/31/2015

Ludington Family Foundation Acct #: 915053533

Quantity	Description	Cost Basis	Current Price	Current Value	Unrealized Gain (Loss)	Trade Date	Weight
Equities							
International							
Funds							
357.751	Wasatch Intl Growth Fund	10,387	30.22	10,811	424	11/27/2013	1.8%
		59,848		59,912	64		10.0%
Stocks							
190	Aercap Holdings	8,377	43.16	8,200	(176)	08/06/2015	1.4%
63	Anheuser Busch	6,732	125.00	7,875	1,143	08/08/2014	1.3%
164	Continental AG ADR	8,013	48.11	7,889	(124)	12/08/2015	1.3%
40	Shire PLC	8,644	205.00	8,200	(444)	08/06/2015	1.4%
350	Taiwan Semiconductor ADR	7,810	22.75	7,963	152	08/06/2015	1.3%
		39,576		40,127	551		6.7%
		99,424		100,039	615		16.7%
		371,328		378,928	7,599		63.4%
Fixed Income							
Certificate of Deposits							
10,000	Am Express CD, semi 10/28/2020 2.25%	10,025	99.48	9,948	(77)	10/20/2015	1.7%
	Accrued Interest			40			
10,000	Goldman Sachs CD, semi 12/10/2019 2.20%	10,025	99.65	9,965	(60)	12/02/2014	1.7%
	Accrued Interest			13			
		20,050		19,966	(137)		3.3%
Bonds							
10,000	Abbey Natl Treas, semi 08/23/2018 3.05%	10,276	102.61	10,261	(15)	10/16/2013	1.7%
	Accrued Interest			109			
10,000	Baidu Inc, semi 08/06/2018 3.25%	10,197	101.28	10,128	(69)	10/16/2013	1.7%
	Accrued Interest			131			
10,000	High Point, NC, semi 11/01/2020 4.449%	11,015	109.46	10,946	(69)	10/16/2015	1.8%
	Accrued Interest			75			
20,000	JP Morgan Chase, semi 06/13/2016 5.875%	22,494	101.97	20,395	(2,099)	07/21/2011	3.4%
	Accrued Interest			61			

Portfolio Statement

As of 12/31/2015

Ludington Family Foundation Acct #: 915053533

Quantity	Description	Cost Basis	Current Price	Current Value	Unrealized Gain (Loss)	Trade Date	Weight
Fixed Income							
Bonds							
10,000	McGraw-Hill, semi 11/15/2017 5.90%	11,833	106.03	10,603	(1,230)	12/21/2012	1.8%
	Accrued Interest			126			
10,000	Nassau Co, NY, semi 04/01/2019 5.05%	10,980	107.14	10,714	(266)	08/05/2015	1.8%
	Accrued Interest			127			
15,000	Nebraska St, semi 01/01/2020 4.13%	16,030	105.53	15,829	(201)	08/11/2015	2.7%
	Accrued Interest			310			
20,000	New Jersey St, maty 07/01/2019 0.00%	17,486	91.07	18,214	728	08/13/2014	3.0%
5,000	Oakland, CA maty 12/15/2019 0.00%	4,190	88.44	4,422	231	08/13/2014	0.7%
10,000	Soc Gen, semi 10/12/2017 2.75%	10,231	101.39	10,139	(92)	12/21/2012	1.7%
	Accrued Interest			61			
15,000	Union City, NJ, maty 11/01/2016 0.00%	12,322	97.29	14,593	2,271	08/10/2011	2.4%
15,000	VF Corp, semi 11/01/2017 5.95%	17,987	107.62	16,144	(1,843)	12/21/2012	2.7%
	Accrued Interest			150			
15,000	WestPac Bkg Corp, semi 06/01/2018 4.625%	16,344	105.24	15,786	(558)	10/16/2013	2.7%
	Accrued Interest			59			
		171,384		169,378	(3,212)		28.4%
		191,434		189,344	(3,349)		31.7%
		591,942		597,452	4,250		100.0%

STATEMENT A

The Ludington Family Foundation
Noncovered Capital Gains
12/31/2015

Shares	Description	Data Aquired	Date Sold	Proceeds	Cost	Gain (Loss)
20,000	GENERAL ELEC CAP CORP BND	Various	10/15/2015	20,000	21,379	(1,379)
38	MFS INTL NEW DISCOVERY A	Various	8/6/2015	1,108	872	236
564	MFS UTILITIES A	Various	12/8/2015	9,745	9,982	(237)
15,000	MORGAN STANLEY SENIOR MEDIUM TERM NOTE	Various	7/24/2015	15,000	15,462	(462)
28	T ROWE PRICE MEDIA & TELECOM	Various	12/8/2015	2,063	1,583	480
Total Noncovered Long-Term - Purchased				**47,916**	**49,278**	**(1,362)**
78	ORACLE CORP COM	Various	12/8/2015	3,102	1,232	1,870
2	RESTAURANT BRANDS INTL INC COM	Various	12/8/2015	64	66	(2)
Total Noncovered Long-Term - Donated				**3,166**	**1,298**	**1,868**

STATEMENT B

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
AMERITRADE - ACQUISITION PREMIUM	-528.	0.	-528.	0.	
AMERITRADE - BOND PREMIUM	-53.	0.	-53.	-53.	
AMERITRADE - INVESTMENT	16,767.	3,812.	12,955.	12,955.	
AMERITRADE - INVESTMENT OID FROM MUNICIPAL BONDS	1,898.	0.	1,898.	0.	
INTERNAL REVENUE SERVICE	36.	0.	36.	36.	
TO PART I, LINE 4	18,120.	3,812.	14,308.	12,938.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	899.	899.	
TOTAL TO FORM 990-PF, PART I, LINE 11	899.	899.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	22,659.	11,330.		11,329.
TO FORM 990-PF, PG 1, LN 16B	22,659.	11,330.		11,329.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	5,063.	5,063.		0.
TO FORM 990-PF, PG 1, LN 16C	5,063.	5,063.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	253.	253.		0.
EXCISE TAX	1,789.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,042.	253.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	36.	0.		36.
MISCELLANEOUS EXPENSES	44.	0.		44.
STATE OF MICHIGAN ANNUAL REPORT FEE	120.	0.		120.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERITRADE #53533 - SEE STATEMENT A	148,027.	158,291.
TOTAL TO FORM 990-PF, PART II, LINE 10B	148,027.	158,291.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERITRADE #53533 - SEE STATEMENT A	191,434.	189,344.
TOTAL TO FORM 990-PF, PART II, LINE 10C	191,434.	189,344.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
AMERITRADE #53533 - SEE STATEMENT A	COST	223,302.	220,637.
TOTAL TO FORM 990-PF, PART II, LINE 13		223,302.	220,637.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 10

NAME OF MANAGER

THOMAS L. LUDINGTON
JOHN T. LUDINGTON