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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation HERBERT SIMON FAMILY FOUNDATION		A Employer identification number 38-3905454	
Number and street (or P.O. box number if mail is not delivered to street address) 600 E. 96TH STREET		Room/suite 510	B Telephone number 317-636-1600
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46240		C If exemption application is pending, check here ☐	
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 32,399,280.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____			
(Part I, column (d) must be on cash basis)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income
		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,000,000.	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		571,427.	571,427.
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10		1,124,697.	
b Gross sales price for all assets on line 6a 6,799,612.			
7 Capital gain net income (from Part IV, line 2)			1,124,697.
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		<16,037.>	<16,037.>
12 Total. Add lines 1 through 11		4,680,087.	1,680,087.
13 Compensation of officers, directors, trustees, etc.		124,632.	0.
14 Other employee salaries and wages			
15 Pension plans, employee benefits, etc.			
16a Legal fees STMT 3		2,200.	0.
b Accounting fees STMT 4		74,500.	0.
c Other professional fees			
17 Interest			
18 Taxes STMT 5		84,309.	14,783.
19 Depreciation and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses STMT 6		492,266.	138,031.
24 Total operating and administrative expenses. Add lines 13 through 23		777,907.	152,814.
25 Contributions, gifts, grants paid		5,012,755.	
26 Total expenses and disbursements. Add lines 24 and 25		5,790,662.	152,814.
27 Subtract line 26 from line 12:			
a Excess of revenue over expenses and disbursements		<1,110,575.>	
b Net investment income (if negative, enter -0-)			1,527,273.
c Adjusted net income (if negative, enter -0-)			N/A

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2015)

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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			
	2 Savings and temporary cash investments	11,287,481.	2,523,951.	2,523,951.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	13,753,917.	16,436,284.	17,198,711.
	c Investments - corporate bonds STMT 9	3,521,442.	8,617,772.	8,551,517.
	Liabilities	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10		4,700,282.	4,315,336.	4,125,101.
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)		33,263,122.	31,893,343.	32,399,280.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	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	33,263,122.	31,893,343.		
30 Total net assets or fund balances	33,263,122.	31,893,343.		
31 Total liabilities and net assets/fund balances	33,263,122.	31,893,343.		

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	33,263,122.
2 Enter amount from Part I, line 27a	2	<1,110,575.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,152,547.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	259,204.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	31,893,343.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 6,799,612.		5,674,915.	1,124,697.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,124,697.

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	1,124,697.
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	4,883,515.	28,662,317.	.170381
2013	4,323,227.	16,866,023.	.256328
2012	2,730,499.	9,420,721.	.289840
2011	4,253,034.	11,341,802.	.374988
2010	2,091,275.	8,033,305.	.260326

2 Total of line 1, column (d)	2	1.351863
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	.270373
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	32,982,434.
5 Multiply line 4 by line 3	5	8,917,560.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,273.
7 Add lines 5 and 6	7	8,932,833.
8 Enter qualifying distributions from Part XII, line 4	8	5,012,755.

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)		1	30,545.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	30,545.
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	30,545.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 3,383.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 40,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	43,383.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	620.	
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	12,218.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax 12,218. 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?		X
1b 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		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) IN		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► HERBERT SIMON Telephone no. ► 317-636-1600 Located at ► 600 EAST 96TH STREET, SUITE 510, INDIANAPOLIS, IN ZIP+4 ► 46260		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	Yes 16	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.

	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)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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? 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?	4a	X
	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?

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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
SEE STATEMENT 11		0.	0.	0.

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
STIFEL, NICOLAUS & COMPANY INC - 600 E. 96TH STREET, SUITE 575, INDIANAPOLIS, IN 46240	INVESTMENT ADVISORY	134,402.
KATZ SAPPER & MILLER, LLC - 800 E. 96TH STREET, SUITE 500, INDIANAPOLIS, IN 46240	ACCOUNTING	74,500.

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	25,089,025.
b	Average of monthly cash balances	1b	4,270,579.
c	Fair market value of all other assets	1c	4,125,101.
d	Total (add lines 1a, b, and c)	1d	33,484,705.
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	33,484,705.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	502,271.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,982,434.
6	Minimum investment return. Enter 5% of line 5	6	1,649,122.

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	1,649,122.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	30,545.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	30,545.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,618,577.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,618,577.
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	1,618,577.

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	5,012,755.
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	5,012,755.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,012,755.

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				1,618,577.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	2,139,865.			
b From 2011	4,254,066.			
c From 2012	2,295,565.			
d From 2013	3,325,935.			
e From 2014	3,536,582.			
f Total of lines 3a through e	15,552,013.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 5,012,755.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				1,618,577.
e Remaining amount distributed out of corpus	3,394,178.			
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:	18,946,191.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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	2,139,865.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	16,806,326.			
10 Analysis of line 9:				
a Excess from 2011	4,254,066.			
b Excess from 2012	2,295,565.			
c Excess from 2013	3,325,935.			
d Excess from 2014	3,536,582.			
e Excess from 2015	3,394,178.			

N/A

- | | | |
|---------------|--|------------|
| 4942(i)(3) or | | 4942(i)(5) |
|---------------|--|------------|

- (4) Gross investment income**

[illegible]

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ALEX LOWE CHARITABLE FOUNDATION, INC. PO BOX 6666 BOZEMAN, MT 59771	N/A	PC	NEPAL RELIEF	20,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017	N/A	PC	WINTER SUPPLIES FOR SYRIAN REFUGEE CHILDREN	50,000.
ART WITH A HEART, INC. 2605 EAST 25TH STREET, SUITE 301 INDIANAPOLIS, IN 46218	N/A	PC	OPERATIONS	5,000.
BARUCH COLLEGE FUND 1 BERNARD BARUCH WAY NEW YORK, NY 10010	N/A	SO I	SIMON FAMILY FOUNDATION SCHOLARSHIP	125,000.
BETH-EL ZEDECK FOUNDATION, INC 600 W. 70TH ST INDIANAPOLIS, IN 46260-4137	N/A	PC	WRITING OURSELVES INTO TORAH PLEDGE #1	20,000.
Total SEE CONTINUATION SHEET(S)				5,022,755.
b Approved for future payment				
NONE				
Total				0.

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

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.		

[illegible]

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

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

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.

Sign Here   **SECRETARY / DIRECTOR**

Signature of officer or trustee _____ Date 11/14/16 Title _____

May the IRS discuss this return with the preparer shown below (see instr. 7)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	MARK N. BERNSTEIN	MARK N. BERNSTEIN	11/11/16		P00045271
	Firm's name ▶ KSM BUSINESS SERVICES, INC.				Firm's EIN ▶ 35-2123203
	Firm's address ▶ P.O. BOX 40857 INDIANAPOLIS, IN 46240-0857			Phone no. (317) 580-2000	

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

HERBERT SIMON FAMILY FOUNDATION

Employer identification number

38-3905454

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

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

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

Name of organization

Employer identification number

HERBERT SIMON FAMILY FOUNDATION**38-3905454****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	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 2,964,036.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
2	HERBERT SIMON REVOCABLE TRUST 8765 PINE RIDGE DRIVE INDIANAPOLIS, IN 46260	\$ 35,964.	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

HERBERT SIMON FAMILY FOUNDATION**38-3905454****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
<u>1</u>	<u>VARIOUS INVESTMENTS AND SECURITIES</u> _____ _____ _____	\$ <u>2,964,036.</u>	<u>12/08/15</u>
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization

Employer identification number

HERBERT SIMON FAMILY FOUNDATION**38-3905454**

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

HERBERT SIMON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

38-3905454

PAGE 1 OF 2

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	FROM K-1: SPROTT PRIVET FUND	P	VARIOUS	VARIOUS
b	FROM K-1: SPROTT PRIVET FUND	P	VARIOUS	VARIOUS
c	FROM K-1: THE OVERLOOK PARTNERS FUND	P	VARIOUS	VARIOUS
d	FROM K-1: THE OVERLOOK PARTNERS FUND	P	VARIOUS	VARIOUS
e	FROM K-1: OAKTREE CAPITAL GROUP	P	VARIOUS	VARIOUS
f	FROM K-1: OAKTREE CAPITAL GROUP	P	VARIOUS	VARIOUS
g	FROM K-1: CALUMET SPECIALTY PRODUCTS	P	VARIOUS	VARIOUS
h	FROM K-1: ICAHN ENTERPRISES	P	VARIOUS	VARIOUS
i	FROM K-1: ICAHN ENTERPRISES	P	VARIOUS	VARIOUS
j	STIFEL 0747 - SEE ATTACHED	P	VARIOUS	VARIOUS
k	STIFEL 0747 - SEE ATTACHED	P	VARIOUS	VARIOUS
l	STIFEL 9484 - SEE ATTACHED	D	VARIOUS	11/06/14
m	PERSHING ADVISORS SOLUTION N4Q-524008 - SEE ATTAC	P	VARIOUS	VARIOUS
n	STIFEL 6630 - SEE ATTACHED	P	09/29/14	05/29/15
o	STIFEL 6630 - SEE ATTACHED	P	VARIOUS	VARIOUS

(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		19,485.	<19,485.>
b		33,824.	<33,824.>
c	21,190.		21,190.
d	35,968.		35,968.
e	15.		15.
f		205.	<205.>
g		1,678.	<1,678.>
h		578.	<578.>
i	606.		606.
j	5,510.		5,510.
k	62,674.		62,674.
l	590,812.	474,895.	115,917.
m	18,363.		18,363.
n	28,483.	28,503.	<20.>
o	2,414,661.	2,218,859.	195,802.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<19,485.>
b			<33,824.>
c			21,190.
d			35,968.
e			15.
f			<205.>
g			<1,678.>
h			<578.>
i			606.
j			5,510.
k			62,674.
l			115,917.
m			18,363.
n			<20.>
o			195,802.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

HERBERT SIMON FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

38-3905454

PAGE 2 OF 2

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	STIFEL 9163 - SEE ATTACHED		D	VARIOUS	VARIOUS
b	STIFEL 9163 - SEE ATTACHED		D	VARIOUS	VARIOUS
c	STIFEL 2546 - SEE ATTACHED		P	VARIOUS	VARIOUS
d	STIFEL 2546 - SEE ATTACHED		P	VARIOUS	VARIOUS
e	STIFEL 8009 - SEE ATTACHED		P	VARIOUS	VARIOUS
f	STIFEL 8009 - SEE ATTACHED		P	VARIOUS	VARIOUS
g	STIFEL 2892 - SEE ATTACHED		P	VARIOUS	VARIOUS
h	STIFEL 2892 - SEE ATTACHED		D	VARIOUS	VARIOUS
i	PUBLICLY TRADED SECURITIES - SCHWAB		P	VARIOUS	VARIOUS
j	STIFEL 2788 - SEE ATTACHED		P	VARIOUS	VARIOUS
k	SALE OF KKR & CO LP			VARIOUS	VARIOUS
l	SALE OF BLACKSTONE GROUP LP			VARIOUS	VARIOUS
m	LOEB OFFSHORE FUND LTD		P	VARIOUS	VARIOUS
n	CAPITAL GAINS DIVIDENDS				
o					

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	281,947.	289,010.	<7,063.>
b	441,645.	363,983.	77,662.
c	2,579.	2,656.	<77.>
d	54,722.	34,858.	19,864.
e		3,514.	<3,514.>
f	66,468.		66,468.
g	84,763.	85,071.	<308.>
h	2,288,462.	2,107,368.	181,094.
i	38,024.		38,024.
j		5,677.	<5,677.>
k		2,406.	<2,406.>
l		2,345.	<2,345.>
m	82,121.		82,121.
n	280,599.		280,599.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<7,063.>
b			77,662.
c			<77.>
d			19,864.
e			<3,514.>
f			66,468.
g			<308.>
h			181,094.
i			38,024.
j			<5,677.>
k			<2,406.>
l			<2,345.>
m			82,121.
n			280,599.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,124,697.
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

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
BOYS & GIRLS CLUB OF INDIANAPOLIS 3530 S KEYSTONE AVE STE 200 INDIANAPOLIS, IN 46277	N/A	PC	CAMPAIGN FOR FAR EASTSIDE B&G CLUB #1	50,000.
BOYS SCOUTS OF AMERICA COUNCIL A/K/A CROSSROADS OF AMERICA COUNCIL 7125 FALL CREEK ROAD NORTH INDIANAPOLIS, IN 46256	N/A	PC	OPERATIONS	40,000.
BROOKE'S PLACE FOR GRIEVING YOUNG PEOPLE INC 50 E 91ST ST STE 103 INDIANAPOLIS, IN 46240	N/A	PC	IN HONOR OF THE SOLOMON FAMILY	5,000.
BUTLER UNIVERSITY 4600 SUNSET AVENUE INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	7,500.
CENTRAL INDIANA COMMUNITY FOUNDATION INC 615 NORTH ALABAMA STREET, SUITE 119 INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	334,273.
CENTRAL INDIANA LAND TRUST 1500 N. DELAWARE ST. INDIANAPOLIS, IN 46202	N/A	PC	GLACIER'S END II	55,000.
CHABAD CENTER FOR JEWISH LIFE 2174 HEWLETT AVE, SUITE 101 NEW YORK, NY 11566-3606	N/A	PC	OPERATIONS	40,000.
CHABAD HOUSE/LABAVITCH OF INDIANA 2640 W. 96TH STREET CARMEL, IN 46032	N/A	PC	OPERATIONS	25,000.
CHRISTEL HOUSE INTERNATIONAL 10 WEST MARKET STREET, SUITE 1990 INDIANAPOLIS, IN 46204	N/A	PC	CHRISTEL HOUSE KID	20,000.
CHRISTIAN THEOLOGICAL SEMINARY 1000 W 42ND ST INDIANAPOLIS, IN 46208	N/A	PC	DESMOND TUTU CENTER	97,000.
Total from continuation sheets				4,802,755.

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
CLAUDE MCNEALS MUSICAL THEATRE TRAINING PROGRAM 5454 FAR HILL RD INDIANAPOLIS, IN 46226	N/A	PC	ACT OUT BULLYING EXPANSION PROGRAM	25,000.
INFORMATION AND REFERRAL NETWORK, INC. A/K/A CONNECT2HELP 3901 N. MERIDIAN ST STE 300 INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	40,000.
COUNCIL ON ALCOHOLISM & DRUG ABUSE A/K/A CADA 232 E CANON PERDIDO SANTA BARBARA, CA 93101	N/A	PC	TO SUPPORT "SUMMIT FOR DANNY"	10,000.
DELANCEY STREET FOUNDATION 600 EMBARCADERO SAN FRANCISCO, CA 94107	N/A	PC	OPERATIONS	5,000.
DZI FOUNDATION PO BOX 632 RIDGWAY, CO 81432	N/A	PC	NEPAL RELIEF	30,000.
EDUCATION ELEVATED 225 BEACON HILL DRIVE LAFAYETTE, CO 80026	N/A	PC	NEPAL RELIEF	10,000.
ED SNIDER YOUTH HOCKEY FOUNDATION WELLS FARGO CENTER 3601 S BROAD STREET PHILADELPHIA, PA 19148	N/A	PC	OPERATIONS	10,000.
EITELJORG MUSEUM 500 W. WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	CONVERSATIONS, THE IX BIENNIAL	20,000.
EL MONTECITO SCHOOL 3214 CALLE CEDRO SANTA BARBARA, CA 93105	N/A		EVENING OF THANSGLIVING PROGRAM	2,000.
GENNESARET FREE CLINIC, INC. 615 N ALABAMA ST STE B INDIANAPOLIS, IN 46204	N/A	PC	A PLACE OF HEALING PLEDGE PAYMENT #1	125,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
GLEANERS FOOD BANK OF INDIANA 3737 WALDEMERE AVE. INDIANAPOLIS, IN 46241	N/A	PC	CAMPAIGN FOR GLEANERS	40,000.
GLOBAL GREEN USA 2218 MAIN ST., 2ND FLOOR SANTA MONICA, CA 90405	N/A	PC	OPERATIONS	59,500.
GREATER SANTA BARBARA ICE SKATING ASSOC. PO BOX 478 SANTA BARBARA, CA 93102	N/A	PC	OPERATIONS	100,000.
HABITAT FOR HUMANITY OF GREATER INDIANAPOLIS 3135 N. MERIDIAN ST INDIANAPOLIS, IN 46208	N/A	PC	HOMEOWNERSHIP PROGRAM	25,000.
HARKHAM HILLEL HEBREW ACADEMY 9120 W OLYMPIC BLVD BEVERLY HILLS, CA 90212	N/A	PC	OPERATIONS	10,000.
HEADCOUNT 104 WEST 29TH STREET, 11TH FLOOR NEW YORK, NY 10001	N/A	PC	OPERATIONS	7,500.
HEART OF ANGELS 2140 N. HOLLYWOOD WAY, SUITE 1695 BURBANK, CA 91507	N/A	PC	OPERATIONS	2,000.
HILLEL FOUNDATION AT INDIANA UNIVERSITY INC. 730 EAST THIRD STREET BLOOMINGTON, IN 47401-3565	N/A	PC	CAMPUS SUPERSTAR	5,000.
HORIZON HOUSE INC 1033 E. WASHINGTON ST. INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	50,000.
HUMANE SOCIETY INTERNATIONAL 2100 L ST NW WASHINGTON, DC 20037	N/A	PC	NEPAL RELIEF	10,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
INDIANA HISTORICAL SOCIETY 450 WEST OHIO STREET INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	2,500.
INDIANA LEGAL SERVICES INC 151 N DELAWARE ST, NO 1850 INDIANAPOLIS, IN 46204	N/A	PC	HORIZON HOUSE LEGAL CLINIC	20,000.
INDIANA STATE UNIVERSITY FOUNDATION INC 30 N 5TH STREET TERRE HAUTE, IN 47807	N/A	PC	BAYH LEGACY WALL	62,500.
INDIANA UNIVERSITY FOUNDATION PO BOX 500 BLOOMINGTON, IN 47402	N/A	PC	50,000 TO HERRON SCHOOL OF ART THERAPY; 5,000 TO SCHOOL OF INFORMATICS/SCHNABEL	55,000.
INDIANAPOLIS CULTURAL TRAIL, INC. 132 W WALNUT ST INDIANAPOLIS, IN 46204-1248	N/A	PC	BIKE SHARE PROGRAM	100,000.
INDIANAPOLIS HEBREW CONGREGATION INC 6501 N MERIDIAN ST INDIANAPOLIS, IN 46260	N/A	PC	LIBRARY DEDICATION PAYMENT #5	50,000.
INDIANAPOLIS MARION COUNTY PUBLIC LIBRARY FOUNDATION INC PO BOX 6134 INDIANAPOLIS, IN 46206-6134	N/A	PC	EARLY LITERACY SPECIALIST ENDOWMENT (FOUNDATION'S PLEDGE PAYMENT #1)	200,000.
INDIANAPOLIS MUSEUM OF ART A.K.A IMA 4000 MICHIGAN ROAD INDIANAPOLIS, IN 46208	N/A	PC	OPERATIONS	10,000.
INDIANAPOLIS MUSEUM OF CONTEMPORARY ART 1043 VIRGINIA AVE, SUITE 5 INDIANAPOLIS, IN 46203	N/A	PC	OPERATIONS	30,000.
INDIANAPOLIS OPERA SOCIETY INC A/K/A INDIANAPOLIS OPERA 4011 N. PENNSYLVANIA STREET INDIANAPOLIS, IN 46205-2608	N/A	PC	BUILDING CAMPAIGN - PAYMENT #5	40,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
INDIANAPOLIS ZOOLOGICAL SOCIETY INC 1200 WEST WASHINGTON ST INDIANAPOLIS, IN 46222	N/A	PC	SAVING THE ORANGUTANS PROGRAM	50,000.
JDRF INTERNATIONAL A/K/A JDRF 26 BROADWAY 15TH FLOOR NEW YORK, NY 10004	N/A	PC	AMAZING GRACE CONTRIBUTION	5,000.
JEWISH COMMUNITY CENTER ASSOCIATION OF INDIANAPOLIS, INC. 6701 HOOVER RD INDIANAPOLIS, IN 46260	N/A	PC	OPERATIONS	5,000.
JEWISH FAMILY AND CHILDREN'S SERVICES PO BOX 159004 SAN FRANCISCO, CA 94115	N/A	PC	OPERATIONS	2,500.
JEWISH HISTORICAL SOCIETY OF FAIRFIELD COUNTY PO BOX 16918 STAMFORD, CT 06905-8901	N/A	PC	2015 JHS HERITAGE AWARD	2,000.
JEWISH FEDERATION OF GREATER INDIANAPOLIS INC A/K/A JFGI 6705 HOOVER RD INDIANAPOLIS, IN 46260-4120	N/A	PC	OPERATIONS	500,000.
JEWISH FEDERATION OF GREATER SANTA BARBARA 524 CHAPALA ST SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	10,000.
JEWISH NATIONAL FUND 42 E 69TH ST NEW YORK, NY 10021	N/A	PC	THE ISRAEL PROJECT FUND	100,000.
KITCHEN COMMUNITY, INC. 1980 8TH STREET BOULDER, CO 80302	N/A	PC	START UP FUNDING	250,000.
LARKIN STREET YOUTH SERVICES 134 GOLDEN GATE AVE SAN FRANCISCO, CA 94102	N/A	PC	OPERATIONS	2,500.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
LOS ANGELES LGBT CENTER 1625 SCHRADER BLVD. LOS ANGELES, CA 90028	N/A	PC	AN EVENING WITH WOMEN	5,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	N/A	PC	30TH ANNIVERSARY ANGEL PLEDGE #1	125,000.
SF-MARIN FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	N/A	PC	OPERATIONS	3,000.
MIDWEST ACADEMY INC 1420 CHASE CT CARMEL, IN 46032	N/A	PC	CONTRIBUTION TO BUILDING FUND - MATCHING PORTION	200,000.
MILL VALLEY LIBRARY FOUNDATION 375 THROCKMORTON AVE MILL VALLEY, CA 94941	N/A	PC	OPERATIONS	5,000.
MITCH DANIELS LEADERSHIP FOUNDATION INC. 13113 FRANKLIN HALL TRL CARMEL, IN 46033-8822	N/A	PC	AWARDS DINNER	2,000.
NATIONAL ASSOC FOR MEDIA LITERACY EDUCATION 10 LAUREL HILL DRIVE CHERRY HILL, NJ 08003	N/A	PC	OPERATIONS	750.
NATIONAL MULTIPLE SCLEROSIS SOCIETY, INDIANA STATE CHAPTER 3500 DEPAUL BLVD, SUITE 1040 INDIANAPOLIS, IN 46268	N/A	PC	37TH ANNUAL DINNER OF CHAMPIONS - B. TOBIN	5,000.
NEW YORK UNIVERSITY 105 EAST 17TH ST, 4TH FLOOR NEW YORK, NY 10003	N/A	PC	OPERATIONS	50,000.
ORGANIC VOICES PO BOX 11390 WASHINGTON, DC 20008	N/A	PC	JUST LABEL IT CAMPAIGN	2,500.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
PHOENIX THEATRE, INC 749 NORTH PARK AVE INDIANAPOLIS, IN 46202-3432	N/A	PC	OPERATIONS	2,000.
PLANNED PARENTHOOD 123 WILLIAM STREET NO 10 FL. NEW YORK, NY 10038	N/A	PC	OPERATIONS	5,000.
RILEY CHILDREN'S FOUNDATION A/K/A JAMES WHITCOMB RILEY MEMORIAL ASSOC. 30 S MERIDIAN ST STE 200 INDIANAPOLIS, IN 46204	N/A	PC	SIMON FAMILY TOWER PLEDGE PAYMENT #8	500,000.
THE FOUNDATION FOR SANTA BARBARA CITY COLLEGE 721 CLIFF DRIVE SANTA BARBARA, CA 93109	N/A	PC	2015 CAMPAIGN FOR STUDENT SUCCESS, LEN FREEDMAN SCHOLARSHIP	138,000.
SANTA BARBARA YOUTH ENSEMBLE THEATRE PO BOX 30171 SANTA BARBARA, CA 93130	N/A	PC	INTO THE WOODS PRODUCTION	10,000.
SANTA BARBARA PUBLIC LIBRARY FOUNDATION 40 E. ANAPAMU STREET SANTA BARBARA, CA 93101	N/A	PC	CHILDREN'S LIBRARY CHAMPAIGN	10,000.
SHATTERPROOF 101 MERRITT 7 CORPORATE PARK, 1ST FLOOR NORWALK, CT 06851	N/A	PC	OPERATIONS	5,000.
SIMON YOUTH FOUNDATION INC A/K/A SYF 225 WEST WASHINGTON STREET INDIANAPOLIS, IN 46204	N/A	PC	OPERATIONS	100,000.
ST. KATHARINE DREXEL PREP. SCHOOL 503 S SPRING ST BEAVER DAM, WI 53916	N/A	PC	OPERATIONS	5,000.
ST. VINCENT HOSPITAL FOUNDATION INC 10330 N MERIDIAN STREET, NO. 430 N INDIANAPOLIS, IN 46290	N/A	SO I	PRIMARY CARE CENTER	100,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
SYCAMORE SCHOOL, INC. 1750 W 64TH ST INDIANAPOLIS, IN 46260	N/A	PC	FULFILLING PROMISES CAMPAIGN	100,000.
TAILS OF THE CITY ANIMAL RESCUE 2539 7TH AVE LOS ANGELES, CA 90018	N/A	PC	OPERATIONS	2,000.
TEXAS BOOK FESTIVAL 610 BRAZOS STREET AUSTIN, TX 78701	N/A	PC	20TH ANNIVERSARY	25,000.
THE CENTER FOR HOSPICE CARE 501 COMFORT PLACE MISHAWAKA, IN 46545	N/A	PC	OPERATIONS	5,000.
THE CHEESECAKE FACTORY - OSCAR AND EVELYN OVERTON CHARITABLE FOUNDATION 26901 MALIBU HILLS RD CALABASAS HILLS, CA 91301	N/A	PC	OPERATIONS	12,500.
THE CONSCIOUS ALLIANCE 2525 ARAPAHOE AVE. E4182 BOULDER, CO 80302	N/A	PC	OPERATIONS	2,500.
THE ELIE WIESEL FOUNDATION FOR HUMANITY INC. 555 MADISON AVE, 20TH FLOOR NEW YORK, NY 10022	N/A	PC	OPERATIONS	10,000.
THE HAROLD GRINSPOON FOUNDATION - PJ LIBRARY 67 HUNT STREET NO 100 AGAWAM, MA 01001	N/A	SO I	OPERATIONS	1,750.
THE HASTEN HEBREW ACADEMY OF INDIANAPOLIS 6602 HOOVER ROAD INDIANAPOLIS, IN 46260	N/A	PC	IN HONOR OF DR. JOHN ABRAMS	5,000.
THE INTERNATIONAL CENTER INC. 1 INDIANA SQ. INDIANAPOLIS, IN 46204	N/A	SO I	GLOBAL TRIBUTE CIRCLE DR. JOHN C. LECHLEITER	10,000.
Total from continuation sheets				

HERBERT SIMON FAMILY FOUNDATION

38-3905454

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
THE JOSEPH BANKS SOCIETY 1000 N. WEST STREET, SUITE 1200 WILMINGTON, DE 19801	N/A	SO I	INTERNATIONAL CAPACITY BUILDING AND TRAINING PROGRAM PAYMENT #2	17,482.
THE JULIAN CENTER 2011 NORTH MERIDIAN STREET INDIANAPOLIS, IN 46202	N/A	PC	HOPE FOR HEROES TITLE SPONSOR	25,000.
THE RITTER CENTER PO BOX 3517 SAN RAFAEL, CA 94912-3517	N/A	PC	OPERATIONS	5,000.
THE UCLA FOUNDATION 10920 WILSHIRE BLVD, STE 900 LOS ANGELES, CA 90024-6519	N/A	PC	2015 VISIONARY BALL	2,500.
UNITED STATES FUND FOR UNICEF 500 N. MICHIGAN AVE., SUITE 1000 CHICAGO, IL 60611	N/A	PC	THE ELIMINATE PROJECT, NEPAL RELIEF	179,000.
UNITY SHOPPE INC 110 WEST SOLA STREET SANTA BARBARA, CA 93101	N/A	PC	OPERATIONS	10,000.
WEST COAST TORAH RETREAT AND CAMP CENTER INC. 9030 W OLYMPIC BLVD BEVERLY HILLS, CA 90211	N/A	PC	OPERATIONS	10,000.
WHEELER MISSION MINISTRIES 205 E. NEW YORK STREET INDIANAPOLIS, IN 46204	N/A	PC	HOPE BEGINS HERE	100,000.
WORKFORCE INC. DBA RECYCLEFORCE 1125 BROOKSIDE AVENUE, SUITE D12 INDIANAPOLIS, IN 46202	N/A	PC	OPERATIONS	50,000.
YOUNG MENS CHRISTIAN ASSOCIATION OF GREATER INDIANAPOLIS 615 N. ALABAMA STREET, SUITE 200 INDIANAPOLIS, IN 46204	N/A	PC	STRENGTHENING THE HEART OF THE CITY CAMPAIGN #2	200,000.
Total from continuation sheets				

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
1099 MISC	457.	0.	457.	457.	
CALUMET SPECIALTY PRODUCTS	361.	0.	361.	361.	
ICAHN ENTERPRISES	552.	0.	552.	552.	
OAKTREE CAPITAL	271.	0.	271.	271.	
SPROTT PRIVET FUND	11,777.	0.	11,777.	11,777.	
STIFEL ACCOUNTS	821,999.	280,599.	541,400.	541,400.	
THE OVERLOOK PARTNERS	16,609.	0.	16,609.	16,609.	
TO PART I, LINE 4	852,026.	280,599.	571,427.	571,427.	

FORM 990-PF	OTHER INCOME		STATEMENT 2	
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	
CALUMET SPECIALTY PRODUCTS -INCOME	<2,925.>	<2,925.>		
ICAHN ENTERPRISES - INCOME	399.	399.		
OAKTREE CAPITAL - INCOME	<25.>	<25.>		
SPROTT PRIVET FUND - INCOME	<8,030.>	<8,030.>		
LITIGATION SETTLEMENT	1,702.	1,702.		
THE OVERLOOK PARTNERS - EXPENSES	<7,158.>	<7,158.>		
TOTAL TO FORM 990-PF, PART I, LINE 11	<16,037.>	<16,037.>		

FORM 990-PF	LEGAL FEES		STATEMENT 3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,200.	0.		0.
TO FM 990-PF, PG 1, LN 16A	2,200.	0.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	74,500.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	74,500.	0.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	14,783.	14,783.		0.
TAX PAYMENTS	69,526.	0.		0.
TO FORM 990-PF, PG 1, LN 18	84,309.	14,783.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	134,401.	134,401.		0.
OTHER INVESTMENT EXPENSES	3,485.	3,485.		0.
WIRE TRANSFER FEES	145.	145.		0.
KIRKUS REVIEW SUBSCRIPTIONS	203,520.	0.		0.
MISCELLANEOUS EXPENSES	1,748.	0.		0.
BOND AMORTIZATION	148,967.	0.		0.
TO FORM 990-PF, PG 1, LN 23	492,266.	138,031.		0.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON CONTRIBUTED STOCK	259,204.
TOTAL TO FORM 990-PF, PART III, LINE 5	259,204.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FPA CRESCENT INSTL CL	2,500,684.	2,470,792.
STIFEL NICOLAUS 5322-9163	2,724,126.	2,977,962.
STIFEL NICOLAUS 5047-2546	514,604.	809,620.
GARDNER RUSSO 524008	1,611,303.	1,883,814.
STIFEL NICOLAUS 4953-8009	333,701.	475,084.
CHARLES SCHWAB 5363-0787	0.	0.
STIFEL NICOLAUS 3372-0747	1,397,100.	1,477,007.
STIFEL NICOLAUS 7651-9484	1,105,081.	1,251,509.
STIFEL NICOLAUS 3625-6504	965,757.	827,320.
STIFEL NICOLAUS 1490-4218	1,686,306.	1,378,307.
STIFEL NICOLAUS 6482-8021	2,664,610.	2,643,432.
STIFEL NICOLAUS 5389-2788	933,012.	1,003,864.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,436,284.	17,198,711.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STIFEL NICOLAUS 1608-6630	8,567,934.	8,496,550.
STIFEL NICOLAUS 4953-8009	0.	0.
STIFEL NICOLAUS 3372-0747	49,838.	54,967.
TOTAL TO FORM 990-PF, PART II, LINE 10C	8,617,772.	8,551,517.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE OVERLOOK PARTNERS FUND, L.P.	COST	856,498.	799,887.
OAKTREE CAPITAL GROUP, LLC	COST	11,975.	10,594.
ICAHN ENTERPRISES, LP	COST	9,112.	19,064.
THE BLACKSTONE GROUP L.P.	COST	0.	0.
KKR & CO LP	COST	0.	0.
BROOKFIELD PROPERTY PARTNERS LP	COST	0.	0.
TIFF INVESTMENT MULTI ASSET	COST	2,497,326.	2,212,102.
CALUMET SPECIALTY PRODUCTS	COST	17,046.	22,897.
SPROTT PRIVET FUND, L.P.	COST	423,379.	442,745.
SEARS HOLDINGS CORP WTS	COST	0.	0.
HAWKEYE CAPITAL SER TRUST OFFSHORE	COST		
CL A		500,000.	617,812.
LOEB OFFSHORE FUND LTD	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,315,336.	4,125,101.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HERBERT SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	PRESIDENT / DIRECTOR 0.50	0.	0.	0.
STEPHEN H. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	SECRETARY / DIRECTOR 0.10	0.	0.	0.
JENNIFER K. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
SARAH M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.
RACHEL M. SIMON 600 EAST 96TH STREET, SUITE 510 INDIANAPOLIS, IN 46240	DIRECTOR 0.10	0.	0.	0.

HERBERT SIMON FAMILY FOUNDATION

38-3905454

ASHER M. SIMON
600 EAST 96TH STREET, SUITE 510
INDIANAPOLIS, IN 46240

DIRECTOR
0.10

0. 0. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0. 0. 0.

Transactions by Type of Activity (continued)

Process/ Settlement Date	Trade/ Transaction Date	Activity Type	Description	Quantity	Price	Accrued Interest	Unsettled Currency
Taxes Withheld 12/09/15		FOREIGN TAX WITHHELD AT THE SOURCE UN	2250 SHRS UNILEVER NV NEW YORK SHS NEW RD 12/30 09 12/09/15				-115.93 USD
Total Taxes Withheld - UNITED STATES DOLLAR					0.00		-115.93

Total Value of Transactions

The price and quantity displayed may have been rounded

					0.00		-13,298.61 USD
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Schedule of Realized Gains and Losses Year-to-Date

Disposition Date	Acquisition Date	Disposition Transaction	Description	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/ Disbursement
Long Term							
05/14/15	02/19/13	SELL Minimize Short Term Gains	COMCAST CORP NEW CL Security Identifier: CMCSK	20,000	787.81	1,121.70	333.89
10/22/15	09/19/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	10,000	533.75	602.58	68.83
10/22/15	01/28/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	140,000	6,785.86	8,436.07	1,650.21
10/23/15	01/28/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	150,000	7,270.57	9,055.45	1,784.88
10/23/15	02/19/13	SELL Minimize Short Term Gains	COMCAST CORP NEW CL Security Identifier: CMCSK	50,000	1,969.51	3,111.28	1,141.77
10/23/15	01/28/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	75,000	8,482.33	10,494.98	2,012.65
10/29/15	01/28/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	150,000	7,270.57	9,107.90	1,837.33
11/05/15	01/28/13	SELL Minimize Short Term Gains	SABMILLER PLC SHS IS 35483 Security Identifier: SBMRF	150,000	7,270.57	9,087.98	1,817.41

Investment Account Statement

Statement Period: 12/01/2015 - 12/31/2015

Schedule of Realized Gains and Losses Year-to-Date (continued)

Disposition Date	Acquisition Date	Description	Quantity	Cost Basis	Proceeds	Realized Gain/Loss/Dispossession
Long Term (continued)						
11/11/15	01/28/13	SELL Minimize Short Term Gains SABMILLER PLC SHS IS 35483 Security Identifier: SBMR	75 000	3,635.28	4,618.33	983.05
11/17/15	01/28/13	SELL Minimize Short Term Gains SABMILLER PLC SHS IS 35483 Security Identifier: SBMR	150 000	7,270.57	9,125.66	1,855.09
12/02/15	01/28/13	SELL Minimize Short Term Gains SABMILLER PLC SHS IS 35483 Security Identifier: SBMR	150 000	7,270.57	9,062.50	1,791.93
12/16/15	01/28/13	SELL Minimize Short Term Gains SABMILLER PLC SHS IS 35483 Security Identifier: SBMR	100 000	4,847.05	6,037.49	1,190.44
12/16/15	01/25/13	SELL Minimize Short Term Gains MASTERCARD INC CL A Security Identifier: MA	40 000	2,079.25	3,974.42	1,895.17
Total Long Term				\$65,473.69	\$83,836.34	\$18,362.65
Total Short Term and Long Term				\$65,473.69	\$83,836.34	\$18,362.65

Securities acquired before 2011 or in retirement accounts are generally not subject to the new cost basis reporting rules set forth in the Internal Revenue Code of 1986, as amended ("IRC") (incorporating amendments enacted by P L 110-343, the Emergency Economic Stabilization Act of 2008) and are, therefore, considered "noncovered" under the new cost basis reporting rules, and marked or denoted as such. All other securities in this section are securities which are "covered" under the new cost basis reporting rules. Securities which are "covered" under the new cost basis reporting rules are defined as non-retirement, US taxpayers securities which have been acquired on or after their "applicable date(s)" at which they are subject to the cost basis reporting rules and the adjusted basis will be reported to the IRS on form 1099-B for the applicable tax year in which the security is disposed.

Reporting requirements generally will be phased in over a three-year period, as follows:

- Stock in a corporation acquired on or after January 1, 2011
- Mutual funds and dividend reinvestment plan (DRP) shares acquired on or after January 1, 2012
- Options and any Debt Instruments that provide a simple fixed payment schedule for which a yield to maturity can be easily determined acquired on or after January 1, 2014

This Schedule may not reflect all cost basis adjustments necessary for tax reporting purposes, especially for noncovered securities. Adjustments to cost basis may have been made for prior income received and subsequently reclassified by the issuer as a return of capital. In addition, corporate action events may require adjustments to your original cost basis. Return of capital information and cost basis information, as it relates to corporate actions, has been obtained from sources we believe to be reliable.

Closing Balance - Net Cash Equivalents **Total**
\$62,718.59

REALIZED GAINS/(-)LOSSES

This section provides estimated realized gains or losses for informational purposes only, and should not be used for tax preparation without the assistance of your tax advisor. Cost basis may be adjusted for, but not limited to, amortization, accretion, principal paydowns, capital changes, listed option premiums, gifting rules, inheritance step-up, or wash sales. To calculate gains or losses, the trading tax lot relief method indicated on the first page of this statement was used, unless another method was in effect at the time of the trade. We suggest you review this information for accuracy and contact your Financial Advisor with any questions.

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
ADVANCE AUTO PARTS INC CUSIP: 00751Y106		02/09/15	06/26/15	97	15,665.82	15,946.51	280.69 (ST)
ADVANCE AUTO PARTS INC CUSIP: 00751Y106		02/09/15	07/14/15	47	7,590.65	7,864.83	274.18 (ST)
ADVANCE AUTO PARTS INC CUSIP: 00751Y106		02/09/15	07/20/15	33	5,329.61	5,575.24	245.63 (ST)
ADVANCE AUTO PARTS INC CUSIP: 00751Y106		02/09/15	09/30/15	105	16,957.84	19,958.04	3,000.20 (ST)
ADVANCE AUTO PARTS INC CUSIP: 00751Y106		02/09/15	12/16/15	10	1,615.04	1,589.67	-25.37 (ST)
APPLE INC CUSIP: 037833100		02/09/15	04/23/15	64	7,666.56	8,266.73	600.17 (ST)
APPLE INC CUSIP: 037833100		02/09/15	04/30/15	78	9,343.62	9,842.64	499.02 (ST)
APPLE INC CUSIP: 037833100		02/09/15	07/16/15	9	1,078.11	1,152.24	74.13 (ST)
APPLE INC CUSIP: 037833100		02/09/15	09/23/15	31	3,713.49	3,535.79	-177.70 (ST)
BAXALTA INC CUSIP: 07177M103		02/09/15	08/05/15	475	14,819.54	17,855.12	3,035.58 (ST)
BAXALTA INC CUSIP: 07177M103		02/09/15	08/14/15	202	6,302.20	7,948.56	1,646.36 (ST)
BAXALTA INC CUSIP: 07177M103		02/09/15	11/25/15	34	1,060.76	1,219.04	158.28 (ST)
BAXALTA INC CUSIP: 07177M103		03/18/15	11/25/15	1	30.74	35.85	5.11 (ST)
BAXALTA INC CUSIP: 07177M103		07/07/15	11/25/15	422	13,297.07	15,130.47	1,833.40 (ST)
				457	14,388.57	16,385.36	1,996.79

** Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing

REALIZED GAINS/(-)LOSSES continued

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
BAXALTA INC CUSIP 07177M103		07/07/15	12/14/15	79	2,489.26	3,031.17	541.91 (ST)
BAXTER INTERNATIONAL INC CUSIP 071813109		02/09/15 03/18/15	07/08/15 07/08/15	711 1	27,332.01 37.88	25,915.54 36.45	-1,416.47 (ST) -1.43 (ST)
BLACKHAWK NETWORK HLDGS INC CL A CUSIP 09238E104		02/09/15 03/18/15	05/01/15 05/01/15	712 669 50	27,369.89 24,431.81 1,702.50	25,951.99 24,800.58 1,853.56	-1,417.90 368.77 (ST) 151.06 (ST)
BRUKER CORP CUSIP 116794108		02/09/15	07/16/15	719	26,134.31	26,654.14	519.83
BRUKER CORP CUSIP 116794108		02/09/15	07/16/15	28	530.04	588.82	58.78 (ST)
CISCO SYSTEMS INC CUSIP 17275R102		02/09/15	12/02/15	319	6,038.64	7,096.02	1,057.38 (ST)
CISCO SYSTEMS INC CUSIP 17275R102		02/09/15	07/16/15	67	1,822.40	1,896.07	73.67 (ST)
CISCO SYSTEMS INC CUSIP 17275R102		02/09/15	07/22/15	221	6,011.18	6,117.18	106.00 (ST)
EM C CORP MASS CUSIP 268648102		02/09/15	07/16/15	58	1,593.26	1,459.26	-134.00 (ST)
EM C CORP MASS CUSIP 268648102		02/09/15	10/12/15	1,164	31,974.96	32,230.73	255.77 (ST)
EM C CORP MASS CUSIP 268648102		02/09/15 03/18/15	10/20/15 10/20/15	371 749	10,191.33 19,855.99	10,256.10 20,705.73	64.77 (ST) 849.74 (ST)
GOOGLE INC CL A CUSIP 38259P508		04/23/15	07/16/15	1,120	30,047.32	30,961.83	914.51
GOOGLE INC CL A CUSIP 38259P508		04/23/15	09/23/15	2	1,108.39	1,192.13	83.74 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP 44157R109		04/23/15	09/23/15	4	2,216.78	2,635.15	418.37 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP 44157R109		02/09/15	03/18/15	12	241.24	282.83	41.59 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP 44157R109		02/09/15	03/24/15	586	11,780.21	13,647.68	1,867.47 (ST)

** Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing

REALIZED GAINS/(-)LOSSES continued

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP: 44157R109		02/09/15	04/14/15	305	6,131.34	7,472.36	1,341.02 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP: 44157R109		02/09/15	06/01/15	142	2,854.59	3,785.66	931.07 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP: 44157R109		02/09/15	06/02/15	202	4,060.76	5,379.18	1,318.42 (ST)
HOUGHTON MIFFLIN HARCOURT COMPANY CUSIP: 44157R109		02/09/15	07/16/15	40	804.11	1,061.18	257.07 (ST)
INTL BUSINESS MACHINES CORP CUSIP: 459200101		02/09/15	07/16/15	9	1,404.18	1,534.02	129.84 (ST)
INTL BUSINESS MACHINES CORP CUSIP: 459200101		02/09/15	10/20/15	249	38,848.95	35,148.21	-3,700.74 (ST)
		02/11/15	10/20/15	59	9,310.79	8,328.29	-982.50 (ST)
		03/18/15	10/20/15	2	319.92	282.32	-37.60 (ST)
MADISON SQUARE GARDEN CO CL A NEW CUSIP: 55825T103	CASH IN LIEU	02/09/15	10/07/15	0.333	57.37	58.35	0.98 (ST)
MADISON SQUARE GARDEN COMPANY CL A CUSIP: 55826P100		02/09/15	03/18/15	2	154.17	159.27	5.10 (ST)
MADISON SQUARE GARDEN COMPANY CL A CUSIP: 55826P100		02/09/15	07/16/15	10	770.81	836.58	65.77 (ST)
MOLSON COORS BREWING COMPANY CLASS B CUSIP: 60871R209		02/09/15	09/16/15	315	24,173.10	26,072.10	1,899.00 (ST)
MOLSON COORS BREWING COMPANY CLASS B CUSIP: 60871R209		02/09/15	10/06/15	65	4,988.10	5,328.61	340.51 (ST)
NEUSTAR INC CUSIP: 64126X201		02/09/15	03/18/15	250	6,154.98	5,529.91	-625.07 (ST)

** Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing.

REALIZED GAINS/(-)LOSSES continued

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
ORBITZ WORLDWIDE INC CUSIP 68557K109		02/09/15	02/12/15	5,135	45,752.53	60,027.04	14,274.51 (ST)
PENNEY J C COMPANY INC CUSIP 708160106		02/09/15	12/02/15	419	3,381.29	3,339.55	-41.74 (ST)
PFIZER INC CUSIP 717081103		02/09/15	07/16/15	59	1,955.26	2,071.46	116.20 (ST)
SYSCO CORP CUSIP 871829107		02/09/15	06/01/15	416	16,681.56	15,433.35	-1,248.21 (ST)
SYSCO CORP CUSIP 871829107		02/09/15 03/18/15	06/17/15 06/17/15	828 24	33,202.72 925.20	30,901.58 895.70	-2,301.14 (ST) -29.50 (ST)
VIACOM INC CL B NEW CUSIP 92553P201		02/09/15	07/16/15	852	34,127.92	31,797.28	-2,330.64
VIACOM INC CL B NEW CUSIP 92553P201		02/09/15	08/06/15	57	3,899.35	3,512.28	-387.07 (ST)
VIACOM INC CL B NEW CUSIP 92553P201		02/09/15	10/02/15	140	9,577.33	6,192.64	-3,384.69 (ST)
VIACOM INC CL B NEW CUSIP 92553P201		02/09/15	11/20/15	247	16,897.14	10,843.32	-6,053.82 (ST)
VIACOM INC CL B NEW CUSIP 92553P201		02/09/15 02/13/15	11/20/15 11/20/15	92 21	6,293.66 1,434.51	4,799.89 1,095.63	-1,493.77 (ST) -338.88 (ST)
VIACOM INC CL B NEW CUSIP 92553P201		02/13/15 03/18/15 04/02/15	11/30/15 11/30/15 11/30/15	113 199 5	7,728.17 13,593.67 344.20	5,895.52 9,884.84 248.36	-1,832.65 -3,708.83 (ST) -95.84 (ST)
XEROX CORP CUSIP 984121103		02/09/15	07/16/15	148	10,028.47	7,351.55	-2,676.92 (ST)
XEROX CORP CUSIP 984121103		02/09/15	07/23/15	352	23,966.34	17,484.75	-6,481.59
XEROX CORP CUSIP 984121103		02/09/15	07/23/15	118	1,585.91	1,248.42	-337.49 (ST)
XEROX CORP CUSIP 984121103		02/09/15	08/03/15	997	13,399.58	10,687.74	-2,711.84 (ST)
XEROX CORP CUSIP 984121103		02/09/15 03/18/15 04/24/15	08/03/15 08/03/15 08/03/15	2,276 44 189	30,589.21 574.64 2,256.64	24,899.20 481.35 2,067.65	-5,690.01 (ST) -93.29 (ST) -188.99 (ST)
ZOETIS INC CL A CUSIP 98978V103		02/09/15	07/16/15	2,509	33,420.49	27,448.20	-5,972.29
		02/09/15	07/16/15	52	2,239.64	2,490.23	250.59 (ST)

** Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing

REALIZED GAINS/(-)LOSSES continued

Equities	Closing Transaction	Date Acquired	Date Sold	Quantity	Cost Basis	Sale Proceeds	Realized Gain/(-)Loss**
ZOETIS INC CL A CUSIP 98978V103		02/09/15	11/30/15	406	17,486.37	18,956.60	1,470.23 (ST)
NORWEGIAN CRUISE LINE HLDGS LTD CUSIP G66721104		02/09/15	03/20/15	223	9,600.13	12,171.13	2,571.00 (ST)
NORWEGIAN CRUISE LINE HLDGS LTD CUSIP G66721104		02/09/15	07/16/15	35	1,506.75	2,070.56	563.81 (ST)
MYLAN NV EURO CUSIP N59465109		04/08/15	04/21/15	450	31,292.87	33,409.95	2,117.08 (ST)
MYLAN NV EURO CUSIP N59465109		04/08/15	08/24/15	419	29,137.12	20,907.75	-8,229.37 (ST)
		05/26/15	08/24/15	187	13,258.28	9,331.14	-3,927.14 (ST)
		08/12/15	08/24/15	161	8,915.21	8,033.78	-881.43 (ST)
				767	51,310.61	38,272.67	-13,037.94
Total Equities					\$679,671.34	\$673,994.46	-\$5,676.88
Total Realized Gains/(-)Losses						\$673,994.46	-\$5,676.88
Total Net Short-Term (ST)						\$673,994.46	-\$5,676.88
Total Net Long-Term (LT)					\$0.00	\$0.00	\$0.00
Total Net Other-Term (OT)					\$0.00	\$0.00	\$0.00

** Please note "Realized Gain/(-)Loss" does not equal total sale proceeds minus total cost basis if any cost basis amounts are missing

Stifel Nicolaus 1608-6630 - Bond account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Needham Bank	63983RAL3	4	60,000	-	-
Doral Bank	25811LTZ2	4	135,581	-	-
Discover Bank	254670RG9	4	15,770	-	-
Parkway B&T	70153RGN2	4	52,006	-	-
Doral Bank	25811LUM9	4	38,467	-	-
Capital One	14042ERT9	4	27,225	-	-
Stearns Bank NA	857894GY9	4	16,946	-	-
GE Money Bank	36159AUH1	4	25,903	-	-
State Bank of India	856284F74	4	10,071	-	-
GE Money Bank	36159AUU2	4	10,365	-	-
Capital One	14042EUC2	4	15,995	-	-
Goldman Sachs	381426LM5	4	9,902	-	-
Compass Bank	20451PAP1	4	48,510	-	-
Discover Bank	25467JK67	4	16,462	-	-
Goldman Sachs	381426LN3	4	21,917	-	-
Ally Bank	02004MC35	4	20,605	-	-
Capital One	14041A7M5	4	70,467	-	-
Washington Mutual Bank	939369BG8	4	44,940	-	-
Goldman Sachs	381426MH5	4	14,344	-	-
Discover Bank	254670R87	4	32,407	-	-
GE Money Bank	36159UW93	4	12,141	-	-
Safra Natl Bank of NY	7865802J8	4	34,260	-	-
Ally Bank	02004MN58	4	15,375	-	-
Florida Citizens Bank	340584AU5	4	15,684	-	-
Discover Bank	25469JUC1	4	24,697	-	-
Ally Bank	02005QR96	4	8,035	-	-
American Fedl Bank	02600ABX4	4	50,898	-	-
Discover Bank	25469JVK2	4	26,607	-	-
GE Money Bank	36159AYU8	4	13,329	-	-
GE Money Bank	36159STE1	4	15,388	-	-
Goldman Sachs	381426NU5	4	27,508	-	-
Wainwright B&T	930705AV0	4	41,652	-	-
Bank of NC	06414QPK9	4	23,963	-	-
GE Money Bank	36159DEQ3	4	22,449	-	-
Cit Bank	17284AE20	4	25,500	-	-
Safra Natl Bank of NY	78658ANK0	4	19,053	-	-
GE Money Bank	36159SVE8	4	51,374	-	-
BMW Bank	05568PZQ3	4	124,358	-	-
Goldman Sachs	381426SX4	4	11,320	-	-
Ally Bank	02006LCD3	4	22,119	-	-
Flushings Savings Bank	344030CW9	4	14,908	-	-
Cit Bank	17284ASA7	4	30,840	-	-
Vermillion State Bank	924116AN6	4	10,212	-	-
Barclays Bank DE	06740KEW3	4	11,168	-	-
Cit Bank	17284ATQ1	4	17,501	-	-
Frontier State Bank	359183CZ1	4	14,444	-	-
Republic Bank	760310SB9	4	10,442	-	-
Goldman Sachs	381426YA7	4	15,307	-	-
GE Money Bank	36159CGZ3	4	32,309	30,024	30,011
Cole Taylor Bank	193296XY1	4	128,852	125,064	125,029
World Finl Cap Bank	98146QAC5	4	30,908	30,015	30,007
Customers Bank	23204HAP3	4	50,000	50,000	50,000
Ally Bank	02005QEW9	4	20,510	20,024	20,024
Monroe B&T	610321BT7	4	54,701	50,236	50,259
Legends Bank	52465JEK9	4	10,573	10,031	10,036
Everbank	29976DLR9	4	53,204	50,355	50,344
Ally Bank	02005QLG6	4	41,208	40,145	40,152
Camden Natl Bank	133033DK3	4	17,612	17,088	17,081
BMW Bank	05568PM95	4	51,680	50,291	50,298

Stifel Nicolaus 1608-6630 - Bond account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Cit Bank	17284ATD0	4	51,745	50,311	50,309
FirstBank of PR	33764JEH4	4	50,319	50,059	50,132
Arizona B&T	040463AT8	4	53,822	50,788	50,765
Cathay Bank	149159JS5	4	50,000	50,000	50,001
American Expr Centurion	02587DQX9	4	28,256	28,060	28,063
State Bank of India	856283RL2	4	8,205	8,036	8,061
American Expr Centurion	02587DSV1	4	50,471	50,123	50,128
Cit Bank	17284AXY9	4	25,729	25,192	25,197
Republic Bank	760310TX0	4	51,479	50,415	50,346
Midfirst Bank	59740JGT0	4	53,588	51,043	51,027
Isabella Bank	464209BJ3	4	40,589	40,177	40,152
Sallie Mae Bank	795450QY4	4	50,418	50,126	50,190
Bank of NC	06414QPN3	4	42,641	40,824	40,816
American Expr Centurion	02580VZF5	4	21,317	20,414	20,445
American Expr Centurion	02580VA70	4	53,681	51,177	51,154
Beneficial Mut Svgs bank	08173QAQ9	4	62,467	60,842	60,829
Metropolitan Cap B&T	591803AK7	4	28,568	25,922	26,019
Carolina First Bank	143876MD9	4	33,310	31,143	31,146
Midfirst Bank	59740JJZ3	4	11,770	11,266	11,282
Goldman Sachs	38147JRW7	4	50,000	50,000	50,042
Cathay Bank	149159JR7	4	25,000	25,000	25,062
Paragon Coml Bank	69911Q3V5	4	40,000	40,000	40,094
Lake City Bank	508176CE2	4	50,000	50,000	50,113
Asheville Svgs Bank	04407RAS0	4	75,000	75,000	75,161
Safra Natl Bank of NY	78658QRZ8	4	-	20,945	20,950
Centar FSB	15131XEP8	4	26,219	25,477	25,453
State Bank of India	856284D76	4	12,195	12,076	12,124
BMW Bank	05568PV95	4	50,824	50,331	50,489
Ally Bank	02006LLH4	4	-	29,992	29,987
First Farmers B&T	320165GZ0	4	-	48,930	48,858
MB Finl Bank NA	55266CJE7	4	26,605	25,673	25,771
American Expr Centurion	02587DNP9	4	16,878	16,878	17,020
BMO Harris Bank	05573J7A6	4	-	59,901	59,795
Everbank	29976DMC1	4	-	51,496	51,540
Ally Bank	02006LFB4	4	-	49,979	49,951
Tradition Cap Bank	89269FBP9	4	50,000	50,000	50,109
Homebanc NA	43738AES1	4	50,000	50,000	50,113
Everbank USA	29266NRY5	4	41,027	40,472	40,903
Sallie Mae Bank	795450NV3	4	76,388	75,638	75,434
Florida Citizens Bank	340584BD2	4	-	22,397	22,629
Sallie Mae Bank	795450PE9	4	76,038	75,485	75,637
Camden Natl Bank	133033DP2	4	51,208	50,578	50,964
Capital One Bank USA	140420PR5	4	-	79,284	78,855
Morton Cmnty Bank	619165EK5	4	-	41,764	41,680
First Utah Bank	33743MCM4	4	-	18,463	18,365
FirstBank of PR	33764JPR0	4	-	35,862	36,169
Southwest BK of St Louis	844776DC5	4	11,419	37,456	37,621
Bank of the West	065680GN4	4	48,956	48,956	49,435
Privatebank & Trust	74267GUM7	4	-	74,901	74,804
Mid MO Bank	59541KAX5	4	35,000	35,000	35,017
Medallian Bank	58403BJ80	4	-	75,016	74,950
Comenity Cap Bank	20033AHL3	4	-	50,424	49,773
Connectone Bank	20786ABB0	4	-	75,205	74,662
Everbank	29976DWE6	4	-	49,905	49,432
Iberia Bank	45083AEL2	4	-	74,818	74,443
Washita State Bank	940767CY0	4	-	10,898	10,769
Luana Svgs Bank	549103LD9	4	-	22,820	23,203
Ally Bank	02006LVY6	4	-	49,930	49,739
Towne Bank	89214PAT6	4	-	49,970	49,505

Stifel Nicolaus 1608-6630 - Bond account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Ally Bank	02006LWD1	4	-	50,951	50,724
State Bank of India	856284K37	4	-	35,806	35,727
Merchants Natl Bank	588806AH2	4	-	50,665	50,187
Bank of North Carolina	06414QTY5	4	-	25,299	24,837
Bank of North Carolina	06414QUD9	4	-	50,224	50,005
First Source Bank	33646CEY6	4	-	149,265	148,347
BMW Bank	05568P4G9	4	-	20,166	20,025
Bar Harbor B&T	066851SU1	4	-	75,650	74,510
State Bank of India	856284M68	4	-	45,400	45,302
Crescent B&T	225645CZ1	4	-	50,130	50,009
GE Capital Retail Bank	36161N6C7	4	-	50,421	50,171
Comenity Cap Bank	20033ADV5	4	-	50,609	50,181
Third Fedl S&L Assn	88413QAA6	4	-	75,756	75,407
Luana Svgs Bank	549103JZ3	4	-	50,307	49,926
Bank of Baroda	0606244X8	4	-	50,468	50,241
Compass Bank	20451PFN1	4	-	18,282	18,089
Cit Bank	17284CRQ9	4	-	33,367	33,147
American Expr Bank FSB	02587CCV0	4	-	30,351	30,121
Capital One NA	14042EX21	4	-	27,746	27,507
Third Fedl S&L Assn	88413QAJ7	4	-	24,068	24,032
Sallie Mae Bank	795450VN2	4	-	40,523	39,744
First Business Bank	31938QE67	4	-	63,514	63,169
Comenity Cap Bank	20033AEC6	4	-	75,737	75,105
Auburnbank	050632AY4	4	-	53,779	53,088
Webster Bank	94768NJM7	4	-	70,668	69,925
Patriot State Bank	703375AQ8	4	-	26,907	26,479
Washington Trust Co	940637FT3	4	-	25,225	24,818
Southpoint Bank	84464PAU1	4	-	21,466	21,247
Webster Bank	94768NHN5	4	-	38,528	37,823
Auburnbank	050632AZ1	4	-	16,045	15,896
Bank Hapoalim BM	06251AA91	4	-	50,564	49,680
Peoples State Bank	712515HE8	4	-	11,021	10,900
Toyota Finl Svgs Bank	89235MCN9	4	-	26,664	26,469
Barclays Bank DE	06740KGR2	4	-	60,663	59,984
Barclays Bank DE	06740KGU5	4	-	40,420	39,981
Comenity Cap Bank	20033AJF4	4	-	27,428	26,866
City Natl Bank	178504CC8	4	-	64,241	63,583
Discover Bank	254671T67	4	-	50,254	49,938
NBT Bank NA	628779FJ4	4	-	11,070	10,986
Peoples Bank NA	710819BM4	4	-	16,063	15,931
Midland States Bank	59774QBX9	4	-	48,561	47,931
Midland States Bank	59774QBZ4	4	-	9,694	9,619
Medallion Bank	58403BQ58	4	-	76,281	74,870
Barclays Bank DE	06740KHF7	4	-	38,361	37,907
Everbank	29976DMF4	4	-	79,272	77,771
Privatebank & Trust	74267GUQ8	4	-	71,308	69,817
Cit Bank	17284A2Y3	4	-	50,712	50,086
First Premier Bank	33610RMD2	4	-	15,145	15,016
American Expr Centurion	02586TYK4	4	-	19,204	19,098
NBT Bank NA	628779FN5	4	-	10,187	9,965
Discover Bank	2546714X5	4	-	20,021	19,926
NBT Bank NA	628779FP0	4	-	50,812	49,814
Peoples Bank NA	710819BR3	4	-	26,413	26,362
Belmont Svgs Bank	080515BC2	4	-	10,100	9,909
American Expr Centurion	02586TG40	4	-	53,863	53,071
Discover Bank	254672AG3	4	-	10,099	10,011
American Expr Bank FSB	02587CBN9	4	-	50,761	49,769
Capital One Bank USA	140420WB2	4	-	55,451	54,814
Midfirst Bank	59740JDZ9	4	-	27,949	27,602

Stifel Nicolaus 1608-6630 - Bond account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Midfirst Bank	59740JEC9	4	-	27,027	26,586
Washington Trust Co	940637GN5	4	-	10,157	9,989
Midfirst Bank	59740JGU7	4	-	80,856	79,766
Capital One Bank USA	140420QF0	4	-	35,497	34,939
American Expr Bank FSB	02587CCC2	4	-	40,596	39,922
Toyota Finl Svgs Bank	89235MDJ7	4	-	109,013	106,727
Enerbank USA	29266NSR9	4	-	50,748	49,914
Flushings Savings Bank	34387AAZ7	4	-	99,130	97,784
American Expr Bank FSB	02587CCS7	4	-	50,860	50,072
American Expr Centurion	02586T2W3	4	-	26,631	26,414
BMW Bank	05580ADD3	4	-	33,086	32,775
Bank of Internet USA	06279LAR5	4	-	52,962	52,460
Traditional Bank Inc	89268YAT2	4	-	8,507	8,426
Amern Eagle Bank Chicago	02554DBD8	4	-	49,710	49,510
BMW Bank	05580AAZ7	4	-	35,279	35,035
Barclays Bank DE	06740KJC2	4	-	50,650	49,815
Cit Bank	17284C5Y6	4	-	40,461	40,092
Franklin Natl Bank	355234AD7	4	-	71,255	70,444
First Natl Bank	32113WAS5	4	-	80,801	79,466
First Natl Bank of Amer	32110YDU6	4	-	73,200	71,436
Bank of Internet USA	06279LBE3	4	-	12,860	12,648
Bank of Internet USA	06279LBJ2	4	-	25,616	25,162
Bank of Internet USA	06279LBK9	4	-	42,360	42,098
Flushings Savings Bank	34387ABG3	4	-	24,670	24,746
Peoples United Bank	71270QMS2	4	-	70,245	69,292
Bank of the Pacific	06425BBT5	4	-	8,734	8,902
Traditional Bank Inc	89268YAW5	4	-	15,827	15,606
American Expr Centurion	02587DZP6	4	-	28,225	28,059
Bell State B&T	07815AAJ6	4	-	50,751	49,444
Compass Bank	20451PBH8	4	-	76,958	75,443
MB Finl Bank NA	55266CJT4	4	-	22,055	21,758
First Central Bk Mccook	31943VAJ5	4	-	52,305	51,474
Everbank	29976DZR4	4	-	70,348	69,925
Barclays Bank DE	06740KHW0	4	-	34,527	33,870
Bank of Holland	062649A40	4	-	71,224	69,749
First Source Bank	33646CER1	4	-	75,608	72,888
Gorham Svgs Bank	383052CC9	4	-	41,307	40,636
American Entrprs Bank FL	025652BT4	4	-	51,224	50,571
Border State Bank	099703DW7	4	-	20,227	20,246
Compass Bank	20451PFY7	4	-	51,963	50,625
Compass Bank	20451PHA7	4	-	41,334	40,503
Capital One Bank USA	140420QY9	4	-	50,666	49,983
State Bank of India	8562843M4	4	-	50,751	50,029
BMW Bank of North Amer	05580ADM3	4	-	50,280	49,552
Curtis State Bank	231546AF9	4	-	10,472	10,446
Toyota Finl Svgs Bank	89235MDN8	4	-	53,670	52,815
FirstBank of PR	33764JZ81	4	-	102,484	101,069
Discover Bank	254671P87	4	-	50,764	50,492
Bank Midwest	063615AW8	4	-	50,289	49,345
Comenity Cap Bank	20033AJY3	4	-	40,932	40,106
First Natl Bank of Amer	32110YDM4	4	-	14,733	14,517
First Merchants Bank NA	32082BCJ6	4	-	154,145	151,575
Kansas St Bk Manhattan	485382EA9	4	-	16,154	16,124
Enerbank USA	29266NC39	4	-	77,794	76,558
Enerbank USA	29266NU88	4	-	50,473	49,623
Bank of Internet USA	06279LCZ5	4	-	38,824	38,130
First Natl Bank of Amer	32110YFT7	4	-	73,730	74,341
Peapack Gladstone Bank	704692AN2	4	-	87,168	85,642
First Merchants Bank NA	32082BDX4	4	-	77,254	75,447

Stifel Nicolaus 1608-6630 - Bond account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Centrix B&T	15640ACA7	4	-	76,541	76,150
			3,471,104	8,567,934	8,496,550

Stifel Nicolaus 5322-9163 - Equity account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
AT&T Inc	00206R102	3	22,564	-	-
Abbott Laboratories	002824100	3	12,947	12,947	24,701
Abbvie Inc	00287Y109	3	29,302	77,455	94,784
Alphabet Inc	02079K305	3	-	128,094	189,056
Altna Group Inc	02209S103	3	35,380	-	-
American Express Company	025816109	3	44,614	71,307	57,379
Amgen Inc	031162100	3	-	62,563	64,932
Anheuser Busch Inbev	03524A108	3	25,972	-	-
Apple Inc	037833100	3	59,064	59,064	98,418
BB&T Corp	054937107	3	-	65,722	67,680
Bank America Corp	060505104	3	45,993	45,993	43,758
Brown-Forman Corp CL B	115637209	3	43,145	43,145	54,604
CF Industries Holdings Inc	125269100	3	-	67,009	46,523
Chevron Corp	166764100	3	30,321	80,336	75,117
Cisco Systems Inc	17275R102	3	-	61,800	65,172
Crown Castle Intl Corp	22822V101	3	44,478	44,478	45,386
Danone Sponsored ADR	23636T100	3	47,011	100,991	97,012
Deere & Company	244199105	3	45,197	45,197	41,949
Diageo PLC New	25243Q205	3	26,648	26,648	38,175
Du Pont E I DE nemours	263534109	3	45,801	-	-
Express Scripts Hldg	30219G108	3	44,676	44,676	52,446
Exxon Mobile Corp	30231G102	3	48,589	96,492	85,745
Fifth Third Bancorp	316773100	3	42,626	-	-
Gannett Company Inc DE	364730101	3	44,320	-	-
General Electric Company	369604103	3	-	60,176	77,875
General Mills Inc	370334104	3	26,890	-	-
Glaxosmithkline PLC Sponsored ADR	37733W105	3	57,989	57,989	48,420
Google Inc CL A	38259P508	3	71,158	-	-
Halyard Health Inc	40650V100	3	1,087	-	-
Intel Corp	458140100	3	45,900	45,900	72,345
JPMorgan Chase & Company	46625H100	3	66,811	-	-
Johnson & Johnson	478160104	3	30,409	30,409	43,656
Kimberly Clark Corp	494368103	3	25,081	25,081	50,920
Kraft Heinz Co	500754106	3	-	67,273	87,312
Kraft Foods GRP Inc	50076Q106	3	67,273	-	-
Mastercard Inc Class A	57636Q104	3	-	96,860	107,096
Microsoft Corp	594918104	3	48,632	86,458	127,604
Molson Coors Brewing Company Class B	60871R209	3	-	67,184	84,528
Mondelez International Inc	609207105	3	52,123	52,123	78,470
Nestle S A SPNSD ADR	641069406	3	51,452	111,611	113,491
Pfizer Inc	717081103	3	29,638	29,638	45,192
Philip Morris Intl Inc	718172109	3	27,140	87,271	105,492
Price T Rowe GRP Inc	74144T108	3	-	30,829	31,098
Procter & Gamble Company	742718109	3	31,745	57,121	63,528
Qualcomm Inc	747525103	3	-	69,124	49,985
Sanofi Spon ADR	80105N105	3	46,030	-	-
Schlumberger LTD	806857108	3	46,464	-	-
Taiwan Semiconductor Manufacturing Company LTD	874039100	3	27,251	-	-
Target Corp	87612E106	3	42,746	-	-
Time Warner Inc New	887317303	3	26,670	26,670	50,119
TOTAL S A Sponsored ADR	89151E109	3	26,626	-	-
Unilever PLC Sponsored ADR New	904767704	3	44,866	97,264	94,864
Union Pacific Corp	907818108	3	-	65,566	43,010
Viacom Inc CL B New	92553P201	3	22,950	186,439	124,303
Vodafone Group PLC New	92857W308	3	53,527	124,018	108,071
Wells Fargo & Co New	9497406101	3	31,501	115,205	127,746
			1,740,603	2,724,125	2,977,962
Calumet Specialty Products Partners LP	131476103	6	24,469	17,046	22,897
			24,469	17,046	22,897

FPA Crescent

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
FPA Crescent	30254T759	3	1,652,855	2,500,684	2,470,792
			1,652,855	2,500,684	2,470,792

Stifel Nicolaus 5047-2546 - GAMCO

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
AMC Networks Inc CL A	00164V103	3	2,624	2,624	14,936
American Express Company	025816109	3	2,826	2,826	13,910
Ametek Inc New	031100100	3	5,613	5,613	24,116
Ascent Capital GRP Inc	043632108	3	6,150	6,150	4,180
Brown-Forman Corp CL A	115637100	3	8,028	8,028	33,033
Brown-Forman Corp CL B	115637209	3	3,418	3,418	7,446
CBS Corp New	124857103	3	6,683	6,683	20,848
Cablevision SYS Corp NY Group	12686C109	3	19,545	19,545	25,520
Coca-Cola Company	191216100	3	11,820	11,820	17,184
Crane Company	224399105	3	5,538	5,538	9,568
Deere & Company	244199105	3	6,925	6,925	15,254
Diebold Inc	253651103	3	10,946	10,946	12,036
Discovery Communications Inc New Series A	25470F104	3	3,926	3,926	13,340
Discovery Communications Inc New Series C	25470F302	3	3,824	3,824	12,610
Dish Network Corp CL A	25470M109	3	5,856	5,856	17,154
DirectTV	25490A309	3	7,836	-	-
Dr Pepper Snapple Group Inc	26138E109	3	7,421	7,421	36,534
Edgewell Personal Care Company	28035Q102	3	-	16,296	13,088
Energizer Hldgs Inc New	29272W109	3	-	5,636	5,688
Exelis Inc	30162A108	3	2,613	-	-
Federal Mogul Hldgs Corp	313549404	3	7,324	9,086	8,186
Ferro Corp	315405100	3	850	850	5,560
Flowserve Corp	34354P105	3	3,512	3,512	12,624
Fortune Brands Home & Sec Inc	34964C106	3	1,035	-	-
Gatx Corp	361448103	3	11,175	11,175	12,765
Genuine Parts Company	372460105	3	16,576	16,576	34,356
Griffon Corp	398433102	3	9,320	9,320	17,800
Hertz Global Holdings Inc	42805T105	3	-	15,884	12,807
Honeywell INTL Inc	438516106	3	10,776	10,776	31,071
ITT Corp New	450911201	3	2,419	2,419	5,448
Internap Corp	45885A300	3	10,577	10,577	9,600
Interpublic Group	460690100	3	9,854	9,854	11,640
Kaman Corp	483548103	3	8,670	8,670	20,405
Legg Mason Inc	524901105	3	12,025	12,025	19,615
Liberty Broadband Corp Ser A	530307107	3	69	-	-
Liberty Broadband Corp Ser C	530307305	3	588	588	2,282
Liberty Interactive Corp Ser A	53071M104	3	4,269	3,634	6,830
Liberty Interactive Corp Ventures Ser A	53071M880	3	902	902	2,661
Liberty Media Corp CL A	531229102	3	300	226	2,630
Liberty Media Corp DEL Ser C	531229300	3	579	431	5,103
Liberty Trip Advisor Holdings Inc Ser A	531465102	3	265	-	-
MSG Network Ink CL A	553573106	3	-	565	5,200
Madison Square Garden Company CL A	55826P100	3	2,217	1,651	13,429
Media General Inc New	58441K100	3	24,480	24,480	13,243
Mueller Industries Inc	624756102	3	14,670	14,670	13,550
Myers Industries Inc	628464109	3	14,920	14,920	13,320
National Fuel Gas Company	636180101	3	13,101	13,101	12,825
Navistar INTL Corp New	63934E108	3	8,820	8,820	2,652
Oil-Dri Corp of America	677864100	3	5,487	5,487	11,049
Pep Boys Manny Moe & Jack	713278109	3	6,528	6,528	12,887
Pepsico Inc	713448108	3	-	9,204	9,992
Progressive Waste Solutions LTD	74339G101	3	-	16,187	14,130
RPC Inc	749660106	3	4,230	4,230	8,066
Ryman Hospitality PPTYS Inc	78377T107	3	3,540	3,540	17,506
Scripps Networks Interactive Inc	811065101	3	8,000	8,000	11,042
Snyders Lance Inc	833551104	3	4,756	4,756	6,860
Sony Corp ADR New 7/74	835699307	3	11,838	11,838	14,766
Sprint Corp	85207U105	3	11,220	-	-
Starz Ser A	85571Q102	3	120	-	-
Time Warner Inc New	887317303	3	5,712	5,712	10,735
Tredegar Corp	894650100	3	6,735	6,730	6,810
Twenty First Century Fox Inc CL B	90130A200	3	-	16,204	13,615

Stifel Nicolaus 5047-2546 - GAMCO

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
United States Cellular	911684108	3	20,046	20,046	16,324
Vectrus Inc	92242T101	3	323	-	-
Viacom Inc New CL A	92553P102	3	15,053	15,053	17,596
Wells Fargo & Co New	949746101	3	6,475	6,475	10,872
Xylem Inc	98419M100	3	7,278	7,278	10,950
Weatherford INTL PLC	G48833100	3	5,076	5,076	3,356
Rolls Royce Holdings PLC London	G76225104	3	8,250	8,250	8,617
Investments AB Kinnevik Shares B	W4832D110	3	16,224	16,224	12,400
			457,774	514,604	809,620
Liberty Broadband RTS Corp Ser C	530307115	6	-	-	-
Lin Media		6	1,406	-	-
			1,406	-	-

Gardner Russo Account

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Altna Group Inc COM	02209S103	3	37,288	37,288	64,031
Anheuser Busch Inbev SA NV	03524A108	3	64,187	109,671	136,250
Berkshire Hathaway Inc DEL CL B New	084670702	3	131,491	154,029	200,701
British American Tobacco PLC Ord Shs	G1510J102	3	41,633	53,562	56,685
Brown Forman Corp CL A	115637100	3	-	6,624	8,258
Brown Forman Corp CL B	115637209	3	31,183	31,183	47,158
CIE Financiere Richemont Ag Zug	H25662182	3	95,549	151,962	132,931
Comcast Corp New Cl A Spl	20030N200	3	25,234	25,258	35,551
Diageo Plc Ord Shs	G42089113	3	39,067	48,284	44,596
Heineken Hldg Nv Shs	N39338194	3	88,965	103,180	135,732
JC Decaux S A Act	F5333N100	3	-	39,884	39,493
Martin Marietta Matls Inc Com	573284106	3	24,895	30,214	40,974
Mastercard Inc Cl A Com	57636Q104	3	70,695	81,968	144,093
Nestle SA Sponsored ADR Repstg	641069406	3	149,293	181,061	192,520
Pernod Ricard Ord Shs	F72027109	3	94,849	118,128	113,126
Philip Morris Intl Inc Com	718172109	3	127,529	158,437	158,678
SabMiller PLC Shs	G77395104	3	87,585	41,210	51,000
Scripps Networks Interactive Inc CL A	811065101	3	5,988	7,847	6,901
Swatch Group Ag the AKT	H83949I41	3		50,713	45,844
Unilever NV New York Shs New	904784709	3	77,147	89,630	97,470
Wells Fargo & Co New COM	949746101	3	73,881	91,170	131,823
			1,266,458	1,611,303	1,883,814

Stifel Nicolaus 4953-8009 (Horizon)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Alphabet Inc CL C	02079K107	3	-	1,466	3,794
Alphabet Inc CL A	02079K305	3	-	1,474	3,890
Associated Capital Group Inc CL A	045528106	3	-	1,748	1,434
Autonation Inc	05329W102	3	10,770	5,845	12,708
Brookfield Asset Management Inc Voting Shs CL A	112585104	3	4,738	2,366	3,468
Brookfield Residential PPTYS Inc	11283W104	3	2,409	-	-
CBS Corp New CL B	124857202	3	2,845	-	-
CBOE Holdings Inc	12503M108	3	2,553	2,553	7,528
Colfax Corp	194014106	3	6,683	10,486	7,635
Continental Resources	212015101	3	2,655	-	-
Discovery Communications Inc New Series A	25470F104	3	5,668	-	-
Discovery Communications Inc New Series C	25470F302	3	1,941	-	-
Dish Network Corp CL A	25470M109	3	6,747	6,747	13,895
Dreamworks Animation SKG Inc Class A	26153C103	3	18,471	18,471	25,564
Dream Unlimited Corp CL A	26153M200	3	22,039	22,039	9,170
Dundee Corp Class A	264901109	3	26,735	26,735	3,581
Ebay Inc	278642103	3	3,722	1,462	1,869
Echostar Corp Class A	278768106	3	3,094	3,094	3,168
Fairfax Financial Holding PLC Sub Voting	303901102	3	-	3,465	3,297
Franco Nevada Corp	351858105	3	3,855	3,855	3,203
GAMCO Investors Inc	361438104	3	3,652	1,904	1,459
General Growth PPTYS Inc New	370023103	3	3,427	-	-
Google Inc CL A	38259P508	3	1,474	-	-
Google Inc CL C	38259P706	3	1,470	-	-
Green Brick Partners Inc	392709101	3	3,793	-	-
Heico Corp New CL A	422806208	3	3,856	3,856	4,084
Howard Hughes Corp	44267D107	3	20,655	20,655	53,751
IAC/InteractiveCorp	44919P508	3	8,666	-	-
Jarden Corp	471109108	3	10,605	6,330	24,562
L Brands Inc	501797104	3	6,701	6,701	15,044
Lands End Inc New	51509F105	3	2,183	-	-
Lennar Corp	526057104	3	1,878	-	-
Liberty Broadband Corp Ser A	530307107	3	2,038	2,038	5,888
Liberty Broadband Corp Ser C	530307305	3	5,260	6,845	15,454
Liberty Interactive Corp Ser A	53071M104	3	5,127	-	-
Liberty Interactive Corp Ventures Ser A	53071M880	3	4,011	3,211	11,774
Liberty Media Corp CL A	531229102	3	8,277	6,226	18,016
Liberty Media Corp DEL Ser C	531229300	3	15,959	11,890	34,957
Liberty Trnpadvisor Holdings Inc Ser A	531465102	3	1,757	-	-
MSG Network Inc	553573106	3	-	1,006	1,331
Madison Square Garden Company CL A	55826P100	3	3,944	2,893	3,398
McEwen Mining Inc	58039P107	3	3,225	-	-
Onex Corp	68272K103	3	19,120	19,120	28,607
Par Pacific Holdings Inc	69888T207	3	9,158	9,158	11,464
Paypal Holdings Inc	70450Y103	3	-	2,261	2,462
Platform Specialty Products Corp	72766Q105	3	14,989	14,989	9,315
Restaurant Brands INTL Inc	76131D103	3	5,651	-	-
Rouse Properties Inc	779287101	3	17,347	8,477	8,780
Sears Canada Inc	81234D109	3	865	-	-
Sears Holdings Corp	812350106	3	9,909	-	-
Sears Hometown & Outlet Stores Inc	812362101	3	705	-	-
Silver Wheaton Corp	828336107	3	3,637	11,446	9,252
Starz Ser A	85571Q102	3	3,400	2,743	12,328
Tri Pointe Homes Inc	87265H109	3	20,966	-	-
Texas Pacific Land Trust Sub Sh CTF Proprietary Un	882610108	3	3,019	18,250	21,209
Time Inc New	887228104	3	172	-	-
Time Warner Inc New	887317303	3	4,285	4,285	8,730
Tourmaline Oil Corp	89156V106	3	3,021	-	-
Tribune Media Company CL A	896047503	3	3,793	-	-
Viacom Inc CL B New	92553P201	3	11,456	7,777	6,874
Wendy's Company	95058W100	3	21,401	13,023	21,152
Williams COS Inc DEL	969457100	3	10,452	10,452	11,719
Wynn Resorts Limited	983134107	3	5,119	5,119	8,026
Bollere SA New	F10659260	3	2,667	13,644	15,470
Clarkson PLC	G21840106	3	-	7,599	5,775

Stifel Nicolaus 4953-8009 (Horizon)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Market Vectors Gaming ETF	57060U829	3	2,625	-	-
			416,644	333,701	475,084
Sears Hldgs Corp SR Note	812350AF3	4	500	-	-
			500	-	-
The Blackstone Group LP		6	2,345	-	-
Icahn Enterprises LTP Partnership Depository Unit	451100101	6	10,764	9,112	19,064
KKR & Co LP		6	2,406	-	-
Liberty Broadband RTS Corp Ser C	530307115	6	-	-	-
Oaktree Capital Group LLC Unit CL A	674001201	6	12,388	11,975	10,594
Sears Holdings Corp WTS	812350155	6	500	-	-
Brookfield PPTY Partners Unit LTD Partnership	G16249107	6	172	-	-
			28,575	21,087	29,658

Charles Schwab 3563-0787 - (Manchester)

Investments	Type Code	Beginning of Year	End of Year	
		Book Value	Book Value	Fair Market Value
Dodge & Cox Income Fund	3	25,093	-	-
Fidelity Floating Rate High Income Fund	3	35,000	-	-
T Rowe Price Inst High Yeld	3	8,725	-	-
Templeton Global Bond Fund Adv CL	3	50,270	-	-
Vanguard Short Term Investment Grade Fund Admiral	3	113,503	-	-
Artisan INTL Fund Inv	3	23,030	-	-
Artisan Mid Cap Value FD Inv	3	35,955	-	-
Dodge & Cox Stock Fund	3	28,244	-	-
Gateway Fund CL Y	3	120,000	-	-
Kalmar Growth With Value SM Cap Inst	3	47,803	-	-
Keeley Small Cap Value FD CL I	3	59,325	-	-
Longleaf Partners Fund	3	31,116	-	-
Matthews Asian Growth & Income Fund Instl	3	35,000	-	-
Oakmark INTL FD Class I	3	35,000	-	-
Parametric Tax MDG EMRG Mkts Inst	3	42,860	-	-
Perritt Micro Cap Opportunities Fund	3	43,120	-	-
PIMCO Commodity Real Return Strat Inst	3	30,000	-	-
T Rowe Price Gwth Stock FD	3	33,946	-	-
Victory Munder Mid Cap Core Gwth Y	3	38,200	-	-
Ishares TR MSCI EAFE ETF	3	36,744	-	-
S P D R S&P 500 ETF TR	3	106,747	-	-
SPDR Dow Jones INTL Real Estate ETF	3	23,275	-	-
SPDR Dow Jones REIT	3	19,919	-	-
		1,022,875	-	-

Stifel Nicolaus 3372-0747 (Mayo)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
AT&T Inc	002206R102	3	54,843	51,265	51,615
Alphabet Inc	02079K305	3	-	51,899	77,801
American Express Company	025816109	3	27,261	-	-
American INTL Group Inc New	026874784	3	26,881	21,488	24,788
Anadarko Petroleum Corp	032511107	3	22,212	22,212	12,145
Apple Inc	037833100	3	30,984	30,984	52,630
Barrick Gold Corp	067901108	3	23,843	-	-
Baxter International Inc		3	-	-	-
Boeing Company	097023105	3	44,813	59,076	65,066
CVS Health Corp	126650100	3	25,845	25,845	48,885
California Resources Corp	13057Q107	3	500	-	-
Capital One Financial Corp	14040H105	3	29,085	61,372	57,744
Centurylink Inc		3	-	-	-
Cisco Systems Inc	17275R102	3	35,435	35,435	40,733
Citigroup Inc New	172967424	3	34,848	52,330	51,750
Comcast Corp CL A New	20030N101	3	56,565	45,039	56,430
Crown Castle Intl Corp	22822V101	3	-	17,004	17,290
Delta Airlines Inc New	247361702	3	-	4,387	5,069
Devon Energy Corp New	25179M103	3	-	31,062	22,400
Domtar Corp New	257559203	3	22,294	-	-
E M C Corp Mass	268648102	3	55,724	61,215	64,200
Express Scripts Hldg Company	30219G108	3	59,152	46,099	61,187
General Electric Company	369604103	3	47,313	49,589	62,300
General Motors Company	37045V100	3	52,448	64,034	59,518
Gilead Sciences Inc	375558103	3	-	31,325	30,357
Goldcorp Inc New	380956409	3	26,604	33,785	17,340
Google Inc CL A	38259P508	3	55,531	-	-
Halliburton Company	406216101	3	9,833	-	-
Hess Corp	42809H107	3	28,372	39,721	29,088
International Paper Company	460146103	3	22,830	84,560	64,090
Iron Mountain Inc DE	462846106	3	54,406	63,533	54,020
JPMorgan Chase & Company	46625H100	3	6,722	-	-
Leidos Holdings Inc	525327102	3	18,232	-	-
Marsh & McLennan COS Inc		3	-	-	-
Metlife Inc		3	-	-	-
Microsoft Corp	594918104	3	44,884	31,124	55,480
Morgan Stanley	617446448	3	15,133	15,133	15,905
Mylan Inc	628530107	3	49,038	-	-
Occidental IPetroleum Corp	674599105	3	30,496	20,065	16,903
PNC Financial Services Group Inc	693475105	3	15,379	15,379	19,062
Pepsico Inc	713448108	3	-	9,819	9,992
Pfizer Inc	717081103	3	41,896	45,298	48,420
Procter & Gamble Company		3	-	-	-
Science Applications Intn'l Corp New		3	-	13,835	13,734
Suncor Energy Inc New	867224107	3	17,097	-	-
Talisman Energy Inc		3	-	-	-
Teva Pharmaceutical Inds	881624209	3	-	66,885	65,640
Toyota Motor Corp Sponsored ADR	892331307	3	12,293	-	-
Twenty First Century Fox Inc CL A		3	-	-	-
U S Bancorp DE New	902973304	3	50,266	44,685	55,471
United Continental Hldgs Inc	910047109	3	21,846	24,982	28,650
Valero Energy Corp	91913Y100	3	24,756	-	-
Wal-Mart Stores Inc	931142103	3	22,428	-	-
Bunge Limited	G16962105	3	-	6,649	6,828
Eaton Corp PLC	G29183103	3	-	14,533	10,408
Meditronic PLC	G5960L103	3	-	48,754	49,998
Mylan N V	N59465109	3	-	56,700	54,070

Stifel Nicolaus 3372-0747 (Mayo)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
			1,218,086	1,397,100	1,477,007
Verizon Commns Inc Note	92343VBR4	4	49,838	49,838	54,967
			49,838	49,838	54,967

Stifel Nicolaus 7651-9484

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
MFS INTL Value CL I	55273E822	3	1,066,347	1,105,081	1,251,509
			1,066,347	1,105,081	1,251,509

Stifel Nicolaus 3625-6504 (Oppenheimer)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
Oppenheimer Developing Markets CL Y	683974505	3	959,621	965,757	827,320
			959,621	965,757	827,320

Stifel Nicolaus 1490-4218 (PIMCO)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
PIMCO All Asset Instl CL	722005626	3	1,633,544	1,686,306	1,378,307
			<u>1,633,544</u>	<u>1,686,306</u>	<u>1,378,307</u>

Stifel Nicolaus 6482-8021 (IVA)

Investments	CUSIP	Type Code	Beginning of Year	End of Year	
			Book Value	Book Value	Fair Market Value
IVA Worldwide CL I	45070A206	3	2,318,610	2,664,610	2,643,432
			2,318,610	2,664,610	2,643,432