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

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation Alex and Marie Manoogian Foundation		A Employer identification number 38-6089952
Number and street (or P.O. box number if mail is not delivered to street address) 21001 Van Born Road	Room/suite	B Telephone number (see instructions) 313-274-8799
City or town, state or province, country, and ZIP or foreign postal code Taylor MI 48180		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 43,963,206 (Part I, column (d) must be on cash basis)		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	720	720		
4	Dividends and interest from securities	294,931	294,931		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Stmt 1	5,550,659			
b	Gross sales price for all assets on line 6a 13,886,721				
7	Capital gain net income (from Part IV, line 2)		5,644,827		
8	Net short-term capital gain			0	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	5,846,310	5,940,478	0	
13	Compensation of officers, directors, trustees, etc.	600,000			600,000
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) Stmt 2	159,664			159,664
c	Other professional fees (attach schedule) Stmt 3	244,114	5,864		238,250
17	Interest	213,590			213,590
18	Taxes (attach schedule) (see instructions) Stmt 4	142,576			23,943
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	94			94
22	Printing and publications				
23	Other expenses (attach schedule) Stmt 5	39,354	2,948		36,406
24	Total operating and administrative expenses. Add lines 13 through 23	1,399,392	8,812	0	1,271,947
25	Contributions, gifts, grants paid	1,391,480			1,391,480
26	Total expenses and disbursements. Add lines 24 and 25	2,790,872	8,812	0	2,663,427
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	3,055,438			
b	Net investment income (if negative, enter -0-)		5,931,666		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2015)

SCANNED MAY 31 2016

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	4,221,900	3,640,466	3,640,466
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶	200,000		
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att schedule) ▶			
	Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	10,683		
	10a Investments – U S and state government obligations (attach schedule) Stmt 6	385,244	51,717	51,717
	b Investments – corporate stock (attach schedule) See Stmt 7	12,665,560	13,829,119	18,755,788
	c Investments – corporate bonds (attach schedule)			
Liabilities	11 Investments – land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶ See Statement 8)	21,727,688	21,443,161	21,515,235
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	39,211,075	38,964,463	43,963,206
	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 (attach schedule)			
	22 Other liabilities (describe ▶ See Statement 9)	7,514,500	4,212,450	
	23 Total liabilities (add lines 17 through 22)	7,514,500	4,212,450	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	127,400	127,400	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	1,816,064	1,816,064	
	29 Retained earnings, accumulated income, endowment, or other funds	29,753,111	32,808,549	
	30 Total net assets or fund balances (see instructions)	31,696,575	34,752,013	
	31 Total liabilities and net assets/fund balances (see instructions)	39,211,075	38,964,463	

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	31,696,575
2 Enter amount from Part I, line 27a	2	3,055,438
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	34,752,013
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	34,752,013

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Schedule	P	Various	Various
b See Attached Schedule	P	Various	Various
c Cash in Lieu - TopBuild spin-off	P	Various	07/07/15
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 2,419,724		2,182,457	237,267
b 11,254,030		5,846,472	5,407,558
c 2			2
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			237,267
b			5,407,558
c			2
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	5,644,827
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	237,267

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	3,378,530	34,179,024	0.098848
2013	4,267,806	32,726,715	0.130407
2012	7,100,022	30,486,014	0.232894
2011	8,639,127	39,901,806	0.216510
2010	10,500,173	45,282,653	0.231881

2 Total of line 1, column (d)	2	0.910540
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.182108
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	38,034,641
5 Multiply line 4 by line 3	5	6,926,412
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	59,317
7 Add lines 5 and 6	7	6,985,729
8 Enter qualifying distributions from Part XII, line 4 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	8	4,036,213

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	118,633
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	118,633
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	118,633
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	70,683
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	70,683
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	47,950
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4b 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) <input type="checkbox"/>		
MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► Richard A. Manoogian 21001 Van Born Road Located at ► Taylor	Telephone no ► 313-274-8799 MI ZIP+4 ► 48180		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15	► <input type="checkbox"/>	
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

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

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)
- (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

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?**6b****X**

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Richard A. Manoogian 21001 Van Born Taylor MI 48180	Presiden/Dir 20.00	300,000	0	0
Eugene A. Gargaro Jr. 21001 Van Born Taylor MI 48180	Sec/Director 30.00	300,000	0	0

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Whitman Consulting LLC 965 East Glengarry Circle Bloomfield Village MI 48301	Consulting/ Art	150,000

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 (see instructions)

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

	Amount
1 N/A	
2	
3 All other program-related investments See instructions	

Total. Add lines 1 through 3

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	20,082,945
b	Average of monthly cash balances	1b	4,189,017
c	Fair market value of all other assets (see instructions)	1c	21,298,054
d	Total (add lines 1a, b, and c)	1d	45,570,016
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	6,956,167
3	Subtract line 2 from line 1d	3	38,613,849
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	579,208
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	38,034,641
6	Minimum investment return. Enter 5% of line 5	6	1,901,732

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	1,901,732
2a	Tax on investment income for 2015 from Part VI, line 5	2a	118,633
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	118,633
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,783,099
4	Recoveries of amounts treated as qualifying distributions	4	1,264,000
5	Add lines 3 and 4	5	3,047,099
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,047,099

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	2,663,427
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	1,372,786
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	4,036,213
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,036,213

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				3,047,099
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015.				
a From 2010	699,319			
b From 2011	6,538,128			
c From 2012	3,811,859			
d From 2013	2,189,642			
e From 2014				
f Total of lines 3a through e	13,238,948			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 4,036,213				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2015 distributable amount				3,047,099
e Remaining amount distributed out of corpus	989,114			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	14,228,062			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	699,319			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	13,528,743			
10 Analysis of line 9				
a Excess from 2011	6,538,128			
b Excess from 2012	3,811,859			
c Excess from 2013	2,189,642			
d Excess from 2014				
e Excess from 2015	989,114			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ▶					
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year (a) 2015	Prior 3 years (c) 2013 (d) 2012			(e) Total
b 85% of line 2a	(b) 2014				
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test – enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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







1	Information Regarding Foundation Managers:
a	List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2)) N/A
b	List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest N/A
2	Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here ► <input checked="" type="checkbox"/> if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
a	The name, address, and telephone number or e-mail address of the person to whom applications should be addressed: N/A
b	The form in which applications should be submitted and information and materials they should include N/A
c	Any submission deadlines N/A
d	Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: N/A

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

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Schedule See Schedule See Schedule			Charitable Religious/Cultural Educational	200,280 866,200 325,000
Total			3a	1,391,480
b Approved for future payment N/A				
Total			3b	

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

- 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
 - (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
		
1a(1)		X
1a(2)		X
		
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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

- b** If "Yes," complete the following schedule

(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**

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

Signature of officer or trustee

Date _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature _____

Date _____

Check ☐ if self-employed

MICHAEL J. ALEXANDER CPA

Preparer's signature Michael P. Alexander CPA PTIN

4-29-16

Firm's name **ALEXANDER & HEMLOCK, CPA'S**

PTIN P00130743

Firm's address ▶ 4491 LIPPINCOTT RD
LAPEER, MI 48446

Firm's EIN ▶
Phone no

(810) 664-4197

Form **990-PF** (2015)

Sold Securities
Alex and Marie Manoogian Foundation
Date Range - 01/01/2015 Thru 12/31/2015
Federal ID # 38-6089952

<u>Security</u>	<u>Acquisition Date</u>	<u>Sale Date</u>	<u>Years Held</u>	<u>Unit Quantity</u>	<u>Total Cost</u>	<u>Unit Cost</u>	<u>Sale Price</u>	<u>Proceeds</u>	<u>Realized Gain/Loss</u>
<u>Short Term Activity:</u>									
Owens Corning, Inc	07/14/14	01/26/15	0 537	5,000 00000	37 512	187,562 30	39 209	196,045 66	8,483 36
Owens Corning, Inc	07/14/14	01/26/15	0 537	5,000 00000	37 512	187,562 29	39 167	195,832 79	8,270 50
Subtotal for 2 positions	#####			10,000 00000		375,124 59		391,878 45	16,753 86
HALLIBURTON CO	12/08/14	03/26/15	0 296	5,000 00000	39 499	197,496 95	44 087	220,432 69	22,935 74
HALLIBURTON CO	12/08/14	03/26/15	0 296	5,000 00000	39 476	197,380 50	44 087	220,432 68	23,052 18
Subtotal for 2 positions	#####			10,000 00000		394,877 45		440,865 37	45,987 92
TOLL BROTHERS	09/10/14	03/26/15	0 540	5,000 00000	33 462	167,308 45	38 111	190,554 55	23,246 10
TOLL BROTHERS	09/10/14	03/30/15	0 551	5,000 00000	33 462	167,308 40	39 522	197,611 36	30,302 96
INT'L BUS MACH CORP	02/26/15	04/02/15	0 096	1,000 00000	163 783	163,782 50	159 617	159,616 56	-4,165 94
J P MORGAN&CHASE CO	03/26/15	06/18/15	0 230	5,000 00000	59 474	297,371 85	68 004	340,017 79	42,645 94
J P MORGAN&CHASE CO	03/26/15	06/24/15	0 247	5,000 00000	59 474	297,371 85	68 935	344,673 15	47,301 30
GENERAL MOTORS CORP	12/12/14	11/03/15	0 893	10,000 00000	31 931	319,311 77	35 451	354,506 97	35,195 20
<u>Total Short Term Activity:</u>						<u>2,182,456.86</u>		<u>2,419,724.20</u>	<u>237,267.34</u>

Sold Securities
Alex and Marie Manoogian Foundation
Date Range - 01/01/2015 thru 12/31/2015
Federal ID # 38-6089952

<u>Security</u>	<u>Acquisition Date</u>	<u>Sale Date</u>	<u>Years Held</u>	<u>Unit Quantity</u>	<u>Total Cost</u>	<u>Unit Cost</u>	<u>Sale Price</u>	<u>Proceeds</u>	<u>Realized Gain/Loss</u>
Long Term Activity:									
Owens Corning, Inc	04/03/13	01/08/15	1 767	10,000 00000	37 554	375,543 05	38 832	388,323 03	12,779 98
TOLL BROTHERS	04/04/13	02/24/15	1 893	5,000 00000	31 780	158,901 80	38 513	192,565 85	33,664 05
TOLL BROTHERS	04/05/13	02/24/15	1 890	5,000 00000	31 749	158,745 50	38 513	192,565 86	33,820 36
Subtotal for 2 positions	#####			10,000 00000		317,647 30		385,131 71	67,484 41
TOLL BROTHERS	04/05/13	02/25/15	1 893	5,000 00000	31 749	158,745 50	38 749	193,745 43	34,999 93
TOLL BROTHERS	04/18/13	03/26/15	1 937	5,000 00000	31 094	155,469 80	38 306	191,531 47	36,061 67
LA-Z-BOY, Inc	09/10/14	10/13/15	1 090	5,000 00000	21 769	108,845 35	28 903	144,514 82	35,669 47
INTEL CORPORATION	03/19/13	10/23/15	2 597	10,000 00000	21 340	213,397 10	34 609	346,094 62	132,697 52
MASCO CORPORATION	07/10/96	10/29/15	19 315	10,000 00000	13 255	132,551 10	29 239	292,394 61	159,843 51
MASCO CORPORATION	07/10/96	10/29/15	19 315	10,000 00000	13 255	132,551 10	29 226	292,259 62	159,708 52
MASCO CORPORATION	07/10/96	10/29/15	19 315	10,000 00000	13 255	132,551 10	29 095	290,947 64	158,396 54
MASCO CORPORATION	07/10/96	10/29/15	19 315	10,000 00000	13 255	132,551 10	28 723	287,234 82	154,683 72
MASCO CORPORATION	07/10/96	10/29/15	19 315	10,000 00000	13 255	132,551 10	28 669	286,694 71	154,143 61
Subtotal for 5 positions	#####			50,000 00000		662,755 50		1,449,531 40	786,775 90
MASCO CORPORATION	07/10/96	10/30/15	19 318	20,000 00000	13 255	265,102 20	28 871	577,412 36	312,310 16
MASCO CORPORATION	07/10/96	10/30/15	19 318	20,000 00000	13 255	265,102 20	28 790	575,795 96	310,693 76
MASCO CORPORATION	07/10/96	10/30/15	19 318	20,000 00000	13 255	265,102 20	28 969	579,389 92	314,287 72
MASCO CORPORATION	07/10/96	10/30/15	19 318	10,000 00000	13 255	132,551 10	29 086	290,857 04	158,305 94
MASCO CORPORATION	07/10/96	10/30/15	19 318	10,000 00000	13 255	132,551 10	28 969	289,694 66	157,143 56
MASCO CORPORATION	07/10/96	10/30/15	19 318	10,000 00000	13 255	132,551 10	29 069	290,694 64	158,143 54
MASCO CORPORATION	07/10/96	10/30/15	19 318	10,000 00000	13 255	132,551 10	29 069	290,694 64	158,143 54
MASCO CORPORATION	07/10/96	10/30/15	19 318	8,953 00000	13 255	118,673 00	29.108	260,606 88	141,933 88
MASCO CORPORATION	07/10/96	10/30/15	19 318	7,624 00000	13 255	101,056 96	28.969	220,863 21	119,806 25
MASCO CORPORATION	07/10/96	10/30/15	19 318	2,376 00000	13 255	31,494 14	29 069	69,069 04	37,574 90
MASCO CORPORATION	07/10/96	10/30/15	19 318	1,047 00000	13 255	13,878 10	29.169	30,540 42	16,662 32
Subtotal for 11 positions	#####			120,000 00000		1,590,613 20		3,475,618 77	1,885,005 57
MASCO CORPORATION	07/10/96	11/02/15	19 326	10,000 00000	13 255	132,551 20	29.076	290,760 18	158,208 98
MASCO CORPORATION	07/10/96	11/02/15	19 326	10,000 00000	13 255	132,551 20	29 170	291,703 83	159,152 63
MASCO CORPORATION	07/10/96	11/02/15	19 326	10,000 00000	13 255	132,551 20	29.293	292,930 72	160,379 52
Subtotal for 3 positions	#####			30,000 00000		397,653 60		875,394 73	477,741 13
INTEL CORPORATION	04/05/13	11/03/15	2 581	10,000 00000	20 859	208,585 60	34 121	341,211 71	132,626 11
LA-Z-BOY, Inc	09/10/14	11/03/15	1 148	5,000 00000	21 769	108,845 35	28.520	142,600 97	33,755 62
BANK OF AMERICA COR	01/15/10	11/06/15	5 811	10,000 00000	16 429	164,285 00	17 860	178,596 70	14,311 70
KEYCORP NEW	10/28/09	11/06/15	6 027	10,000 00000	5 858	58,575 00	13.370	133,698 53	75,123 53
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 069	300,694 46	168,143 36
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 094	300,944 45	168,393 35
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 085	300,850 91	168,299 81
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 065	300,647 46	168,096 36
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 064	300,643 96	168,092 86
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 072	300,717 68	168,166 58
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 070	300,702 09	168,150 99
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 069	300,694 46	168,143 36
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 110	301,095 32	168,544 22
MASCO CORPORATION	07/10/96	11/20/15	19 375	10,000 00000	13 255	132,551 10	30 105	301,045 78	168,494 68
Subtotal for 10 positions	#####			100,000 00000		1,325,511 00		3,008,036 57	1,682,525 57
Total Long Term Activity:					5,846,472.35			11,254,030.46	5,407,558.11

386089952 Alex and Marie Manoogian Foundation

38-6089952

FYE: 12/31/2015

Federal Statements**Statement 1 - Form 990-PF, Part 1, Line 6a - Sale of Assets**

Whom Sold	Description	Date Acquired	Date Sold	How Received		Cost	Expense	Depreciation	Net Gain/Loss
				Sale Price	Purchase				
Painting - Pippin		6/7/14	2/18/15	\$ 176,200	Purchase	\$ 147,925	\$ -	\$ -	\$ 28,275
Painting - Bingham		1/10/02	12/1/15	12,650	Purchase	44,710			(32,060)
Painting - Wood		1/10/02	12/1/15	4,000	Purchase	11,722			(7,722)
Painting - American School		1/10/02	12/1/15	2,200	Purchase	12,583			(10,383)
Painting - Hellhoff		1/10/02	12/1/15	3,325	Purchase	22,350			(19,025)
Painting - Artist Unknown		3/11/12	12/1/15	2,950	Purchase	12,000			(9,050)
Painting - Coleman		10/30/12	12/1/15	6,700	Purchase	12,000			(5,300)
Painting - Woolford		1/10/02	12/1/15	3,550	Purchase	31,125			(27,575)
Painting - Moeller		1/10/02	12/22/15	1,390	Purchase	12,718			(11,328)
See Attached Schedule		Various	Various	2,419,724	Purchase	2,182,457			237,267
See Attached Schedule		Various	Various	11,254,030	Purchase	5,846,472			5,407,558
Cash in Lieu - TopBuild Spin-off		Various	7/7/2015	2	Purchase				2
Total				\$ 13,886,721		\$ 8,336,062	\$ -	\$ -	\$ 5,550,659

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

Description	Total	Net Investment		Adjusted Net	Charitable Purpose
RAM Investment Group, Inc.	\$ 149,850	\$ -		\$ -	\$ 149,850
Michael J. Alexander, CPA	9,814				9,814
Total	\$ 159,664	\$ -		\$ -	\$ 159,664

Federal Statements

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Comerica Trust Fees	\$ 5,864	\$ 5,864	\$	\$
Edmond Y. Azadian	50,000			50,000
Sworek Consulting, Inc.	10,000			10,000
Whitman Consulting, LLC	150,000			150,000
Masco Corporation	28,250			28,250
Total	<u>\$ 244,114</u>	<u>\$ 5,864</u>	<u>\$ 0</u>	<u>\$ 238,250</u>

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Federal Excise Tax	\$ 118,633	\$	\$	\$
Payroll Taxes	23,943			23,943
Total	<u>\$ 142,576</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 23,943</u>

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

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Michigan Annual Report Fee	20			20
Insurance	9,195			9,195
Miscellaneous Fees	22,191			22,191
Office Expense	7,948	2,948		5,000
Total	<u>\$ 39,354</u>	<u>\$ 2,948</u>	<u>\$ 0</u>	<u>\$ 36,406</u>

Federal Statements**Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
RBC U S GOVT MMF	\$ 385,244	\$ 51,717	Market	\$ 51,717
Total	\$ 385,244	\$ 51,717		\$ 51,717

Federal Statements

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Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
20,000 Alcoa Inc	\$	267,400	Cost	\$ 197,400
20,000 American Airlines		868,529	Cost	847,000
10,000 BP PLC	392,599	392,599	Cost	312,600
50,000 Bank of America	749,685	757,600	Cost	841,500
10,000 Cisco Systems Inc			Cost	
15,000 Citigroup Inc		770,114	Cost	776,250
10,000 Comerica		411,702	Cost	418,300
10,000 Delta Air Lines Inc		452,284	Cost	506,900
38,437 Federal Screw Works	152,206	152,206	Cost	230,622
10,000 General Motors	319,312		Cost	
10,000 Halliburton Co	394,877		Cost	
30,000 Hertz Global	634,769	634,769	Cost	426,900
4,000 Horizon Global		56,044	Cost	41,480
2,000 International Business Machine		324,992	Cost	275,240
20,000 Intel Corporation	421,983		Cost	
50,000 Keycorp	430,461	371,886	Cost	659,500
10,000 LA-Z-Boy Inc	436,110	218,420	Cost	244,200
20,000 Macy's Inc		788,480	Cost	699,600
189,700 Masco Corporation	6,191,345	1,540,574	Cost	5,368,510
4,000 Mohawk Industries		734,190	Cost	757,560
10,000 Owens Corning	1,086,536	335,868	Cost	470,300
15,000 Perrigo Co		2,223,349	Cost	2,170,500
10,000 Pulte Homes Inc	178,878	178,878	Cost	178,200
30,000 Toll Brothers	966,479		Cost	
54,411 TopBuild Inc		674,237	Cost	1,674,226
10,000 Trimas Corp	310,320	254,276	Cost	186,500
15,000 United Continental		839,644	Cost	859,500
10,000 Wal Mart Stores		581,078	Cost	613,000
Total	\$ 12,665,560	\$ 13,829,119		\$ 18,755,788

Federal Statements**Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Fine Art Objects	\$ 21,727,688	\$ 21,443,161	\$ 21,515,235
Total	\$ 21,727,688	\$ 21,443,161	\$ 21,515,235

Statement 9 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
Bank Loan Payable	\$ 7,514,500	\$ 4,164,500
Federal Excise Tax Payable		47,950
Total	\$ 7,514,500	\$ 4,212,450

ALEX AND MARIE MANOOGIAN FOUNDATION 38-6089952
2015 RETURN OF PRIVATE FOUNDATION, FORM 990-PF

SCHEDULE ATTACHED TO AND MADE PART OF 2015 FORM 990-PF

Page 2 - Line 15 -

Other Assets, Fine Art Objects and Paintings

Artist	End of Year	
	(b) Book Value	(c) Fair Market Value
Aivazovsky, Ivan Painting	17,400	100,000
Aivazovsky, Ivan Painting	17,905	100,000
Aivazovsky, Ivan Photo Collage	3,500	10,000
Akan Terracotta Head	15,000	15,000
American School Painting	20,200	25,000
Armenian Artifacts Collection	450,000	475,432
Armenian Bell Metal Bowl	6,256	6,256
Armenian Brass Candlestick	1,827	1,827
Armenian Gilt Copper Tombak Box	15,625	15,625
Armenian Inscribed Lantern	2,933	2,933
Armenian Parcel - Gilt Filigree and Enamelled Sprinkler	3,910	3,910
Armenian Parcel Gilt - Silver Chalice	9,744	9,744
Armenian Silver Bowl	3,222	3,222
Armenian Silver Candelabrum	11,693	11,693
Armenian Silver Cross	2,923	2,923
Armenian Silver - Gilt & Enamel Ciborium	4,568	4,568
Armenian Silver - Gilt Icon	3,715	3,715
Armenian Tinned Copper Dish	2,542	2,542
Anschutz, Thomas Oil Transfer	377	377
Atherton, John Painting	120,000	120,000
Barrias, Felix-Joseph Painting	7,614	10,000
Bedrosian, Garen Painting	4,500	4,500
Benson, Frank Oil Transfer	926	926
Benson, Frank Oil Transfer	1,688	1,688
Bierstadt, Albert Painting	300,000	350,000
Bohrod, Aaron Painting	120,000	120,000
Bronze Finial with Cross	1,387	1,387
Brown, J G Painting	135,160	850,000
Brown, William Mason Painting	39,169	40,000
Brush, George Oil Transfer	1,343	1,343
Cameron, Robert Digital Image	1,619	995
Cast Bronze Oil Lamp	3,086	3,086
Central Coast Feather Panel	4,000	4,000
Chapin, James Painting	90,000	90,000
Chtchyan, Avetik Painting	742	1,000
Chtchyan, Avetik Painting	963	1,300
Communion Pyx	200	200
Contemporary School Painting	500	500
Copley, John S. Painting	150,000	325,000
Copley, John S. Painting	1,000,000	1,250,000
Davis, Painting	75,000	75,000

ALEX AND MARIE MANOOGIAN FOUNDATION 38-6089952
2015 RETURN OF PRIVATE FOUNDATION, FORM 990-PF

SCHEDULE ATTACHED TO AND MADE PART OF 2015 FORM 990-PF

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Other Assets, Fine Art Objects and Paintings

Artist	End of Year	
	(b) Book Value	(c) Fair Market Value
Davis, Charles Painting	52,000	120,000
Dewing, Thomas Painting	2,916,547	5,000,000
East Armenian Gilt - Copper Chalice	11,422	11,422
Eksergian, Carnig Painting	20,524	30,000
Elibekian, Areg Painting	400	400
Elibekian, Areg Painting	500	500
Elibekian, Henry Painting	811	700
Elibekian, Robert Painting	2,500	2,500
Engelhart, Catherine Caroline Painting	50,234	60,000
FN Box, Incense Box	1,000	1,000
FN Cross, Cross shaped reliquary containing relics	3,500	3,500
FN Cross, Hand Cross; middle of cross encloses a piece of wood	3,500	3,500
FN Cross, Hand Cross with inscription around back of cross	2,000	2,000
FN Cross, Hand Cross with inscription around cross	3,000	3,000
FN Cross, Hand Cross with inscription around handle	3,000	3,000
FN Cross, Hand Cross with inscription on handle, dated 1741	3,000	3,000
FN MS, Ostensorium/Monstrance Item with Base	1,000	1,000
Friedlander, Camilla Painting	7,814	7,000
Fuchs, Rudolf Painting	30,050	30,000
German Black Forest Clock	20,000	20,000
Gevondyan, Rouben Painting	1,112	1,500
Gevorgyan, Armen Painting	1,112	1,500
Gifford, Sanford Robinson Painting	600,000	600,000
Glazed Earthenware Border Tiles	400	400
Glazed Earthenware Dish	300	300
Glazed Earthenware Ewer	6,000	6,000
Glazed Earthenware Square Tile	500	500
Gold Engraved Cornelian Ring	3,000	3,000
Gold Finger Ring	11,688	11,688
Hague, Raoul Painting	28,000	35,000
Harris, Charles X Painting	18,711	20,000
Hartley, Mardsen Painting	1,500,000	1,500,000
Hassam, Frederick Childe Oil Transfer	649	649
Hassam, Frederick Childe Oil Transfer	1,943	1,943
Heade, Martin Johnson Oil Transfer	241	241
Henri, Robert Painting	300,000	300,000
Henry, Edward L. Painting	250,000	550,000
Henry, Edward L. Painting	51,870	55,000
Homer, Winslow Painting	7,500,050	7,500,000
Hymnal of the Armenian Orthodox Church	26,410	26,410
Jivaryan, Hakop Painting	741	1,000

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Other Assets, Fine Art Objects and Paintings

Artist	End of Year	
	(b) Book Value	(c) Fair Market Value
Johnson, Eastman Oil Transfer	20,437	13,600
Knopff, Ferdinand Oil Transfer	1,038	1,038
Krimmel, John Lewis Painting	35,200	40,200
Kutahya Ceramic Tile	13,670	13,670
Kutahya Hexigonal Tile	22,051	22,051
Kutahya Pottery Dish	13,705	13,705
Kutahya Pottery Ewer	6,346	6,346
Kutahya Pottery Ewer - 18th Century	7,202	7,202
Kutahya Pottery Ewer - 1179/1765 A D.	40,925	40,925
Kutahya Pottery Hanging Ornament	1,172	1,172
Kutahya Pottery Mug 4" Dia	1,172	1,172
Kutahya Pottery Mug 4 1/2" Dia	1,562	1,562
Kutahya Pottery Tiles - Three	977	977
Kutahya Tile Panel	8,018	8,018
Kutahya Tiles - Four	4,687	4,687
Kutahya Tiles - Pair	1,137	1,137
Kutahya Tiles - Panel of Six	7,038	7,038
Kutahya Tiles - Set of Four	1,517	1,517
Kutahya Vase	7,500	7,500
Lady's Armlet Peace Bracelet	3,000	3,000
Lady's Serpent Bracelet	3,000	3,000
Lawrence, Jacob Painting	465,000	461,000
Mardirosian, Ashot Painting	1,112	1,500
Mayan Polychrome Vase	6,000	6,000
Mayan Stone Hacha	2,750	3,000
McEntee, Jervis Painting	400,000	400,000
Mixtec Frog	9,000	9,000
Mixtec Gold Pendant	35,000	35,000
Mixtec Turquoise Ear Ornament	9,000	9,000
Moore, H. W. Painting	8,720	8,000
Moran, Thomas Painting	200,000	500,000
MS Frame	5,000	5,000
Olmec Pendant	3,750	4,000
Parsons, Edith Baretto Painting	51,000	51,000
Persian Tinned - Copper Bowl	1,465	1,465
Pope, Alexander Painting	321,600	400,000
Pre-Columbian Gold Breastplate	69,300	75,000
Pre-Columbian Gold Duck Figure	9,000	10,000
Pre-Columbian Gold Spiral Breastplate	12,000	15,000
Reid, Robert Oil Transfer	1,024	1,024
Renoir, Pierre Auguste Oil Transfer	534	534

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Other Assets, Fine Art Objects and Paintings

Artist	End of Year	
	(b) Book Value	(c) Fair Market Value
Rhyton Drinking Vessel	3,000	3,000
Rimmer, William Painting	75,000	100,000
Salmon, Robert Painting	57,025	65,000
Sargent, John Singer Oil Transfer	1,113	1,113
Sargent, John Singer Oil Transfer	1,142	1,142
Sargent, John Singer Oil Transfer	1,813	1,813
Sarkisian, Sarkis Painting	10,350	11,000
Sheeler, Charles Painting	1,500,000	1,500,000
Shinn, Everett Oil Transfer	1,752	1,752
Shiraz, Ara Painting	525	600
Shiraz, Ara Painting	600	600
Shiraz, Ara Painting	700	700
Silver Pectoral	3,000	3,000
Silvered and Enamel Bowl with Saucer	3,000	3,000
Simmons, Franklin Sculpture	77,592	75,000
Solid Gold Finger Ring	17,182	17,182
Stannard, E Painting	3,150	3,000
Stevens, George Painting	8,000	8,000
Stuart, Gilbert Painting	150,150	250,000
Troubetzkoy, Pierre Painting	120,000	120,000
Vanderlyn, John, Jr. Painting	30,675	50,000
Viru Feline Vessel	1,500	2,000
West, Benjamin Painting	25,000	50,000
Whittridge, Thomas Worthington Oil Transfer	343	343
Willard, Archibald Painting	750,075	1,000,000
Wimar, Karl Painting	701,099	750,000
Total Other Assets	<u>21,443,161</u>	<u>26,176,630</u>

Federal Statements**Taxable Interest on Investments**

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Comerica Bank RBC US Govt MM	\$ 82				
Comerica Blackrock Liquid MM	638				
Total	<u>\$ 720</u>				

Taxable Dividends from Securities

<u>Description</u>	<u>Amount</u>	<u>Unrelated Business Code</u>	<u>Exclusion Code</u>	<u>Postal Code</u>	<u>US Obs (\$ or %)</u>
Comerica Bank	\$ 116,190				
Masco Corporation	178,741				
Total	<u>\$ 294,931</u>				

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Distributable Amount - Line 4,
Recoveries of amounts treated as
qualifying distributions

Paintings taken off display at:

Grand Hotel
Mackinac Island, MI 49757

by J. G. Brown	850,000
by Alexander Pope	400,000

Painting by Charles H. Davis taken off display at:

Detroit Institute of Arts
5200 Woodward Avenue
Detroit, MI 48202

14,000

Total

1,264,000

ALEX AND MARIE MANOOGIAN FOUNDATION 38-6089952
2015 RETURN OF PRIVATE FOUNDATION, FORM 990-PF

SCHEDULE ATTACHED TO AND MADE PART OF 2015 FORM 990-PF

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Qualifying Distributions - Line 2,
Amounts paid to acquire assets
used directly in carrying out
charitable purposes:

Paintings put on display at:

Grand Hotel
Mackinac Island, MI 49757

by J. G. Brown	850,000
by Alexander Pope	400,000

Oil Transferss put on display at:

Manoogian Manor
15775 Middlebelt Road
Livonia, MI 48154

by Frederick Childe Hassam	649
by John Singer Sargent	1,142

Digital Image by Robert Cameron put on display at:

Manoogian Manor
15775 Middlebelt Road
Livonia, MI 48154

995

Painting by Charles H. Davis put on display at:

Bruce Museum of Arts & Science
One Museum Drive
Greenwich, CT 06830

120,000

Total

1,372,786

Alex and Marie Manoogian Foundation 38-6089952
2015 Return of Private Foundation, Form 990-PF

Schedule Attached To and Made Part of 2015 Form 990-PF

Part XV Supplementary Information,
Line 3a - Charitable Grants and Cash Contributions Paid During the Year

Recipients Name and Address	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
AGBU (HARC) 22001 Northwestern Highway Southfield, MI 48075	Public	Operating Fund	30,000
AGBU Special Projects Group 1925 Midchester Dr West Bloomfield, MI 48324	Public	Operating Fund	25,000
Detroit Chamber Winds 24901 Northwestern Highway, Suite 312 Southfield, MI 48075	Public	Operating Fund	50,000
Detroit Public Television Riley Broadcast Center 1 Clover Court Wixom, MI 48393	Public	Operating Fund	7,000
Judson Center 4410 W 13 Mile Road Royal Oak, MI 48073	Public	Operating Fund	80,000
Knights of Vartan Charitable Fund 38228 Lana Dr Farmington Hills, MI 48335	Public	Operating Fund	1,000
Neighborhood Club 17150 Waterloo Grosse Pointe, MI 48230	Public	Operating Fund	1,000
United Armenian Fund 1101 N Pacific Avenue # 204 Glendale, CA 91202	Public	Operating Fund	6,280
Total Charitable Cash Contributions			<u>200,280</u>

Alex and Marie Manoogian Foundation 38-6089952
2015 Return of Private Foundation, Form 990-PF

Schedule Attached To and Made Part of 2015 Form 990-PF

Part XV Supplementary Information,
Line 3a - Religious and Cultural Grants and Cash Contributions and Non-Cash Contributions
Paid During the Year

<u>Recipients Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Armenian Apostolic Society, Inc 22001 Northwestern Highway Southfield, MI 48075	Public	Operating Fund	46,000
Detroit Institute of Arts 5200 Woodward Avenue Detroit, MI 48202	Public	Operating Fund	750,000
St John's Armenian Church 22001 Northwestern Highway Southfield, MI 48075	Public	Operating Fund	69,200
Tekeyan Cultural Association 1415 W. Square Lake Road Bloomfield Hills, MI 48302	Public	Operating Fund	1,000
Total Religious and Cultural Contributions			<u>866,200</u>

Alex and Marie Manoogian Foundation 38-6089952
2015 Return of Private Foundation, Form 990-PF

Schedule Attached To and Made Part of 2015 Form 990-PF

Part XV Supplementary Information,
Line 3a - Educational Grants and Cash Contributions Paid During the Year

<u>Recipients Name and Address</u>	<u>Foundation Status of Recipient</u>	<u>Purpose of Grant or Contribution</u>	<u>Amount</u>
Armenian General Benevolent Union 55 East 59th Street New York, NY 10022-1112	Public	Operating Fund	50,000
Georgetown University 2115 Wisconsin Avenue, Suite 500 Washington, DC 20007	Public	Operating Fund	25,000
Reading Works 645 Griswold St., Suite 2600 Detroit, MI 48226	Public	Operating Fund	50,000
University of Michigan Gifts & Records Administration 3003 South State Street, Suite 8000 Ann Arbor, MI 48109-1288	Public	Operating Fund	200,000
Total Educational Cash Contributions			<u>325,000</u>