EXTENDED TO NOVEMBER 15, 2016

Form **990-PF** | Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: STILL AIN'T SATISFIED - A FOUNDATION WITH ATTITUDE ("SAS")

A Employer identification number: 41-1906698

Number and street (or P O box number if mail is not delivered to street address): 4028 ELLIOT AVENUE SOUTH | Room/suite:

B Telephone number: 612-822-1548

City or town, state or province, country, and ZIP or foreign postal code: MINNEAPOLIS, MN 55407

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

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

D 1 Foreign organizations, check here ▶ [ ]

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

H Check type of organization: [ ] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [X] 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) ▶$ 2,282,630.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	62,152.	62,152.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	87,239.			
	b Gross sales price for all assets on line 6a 362,642.				
	7 Capital gain net income (from Part IV, line 2)		87,239.		
	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				
	12 **Total** Add lines 1 through 11	149,391.	149,391.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	12,111.	3,028.		9,083.
	c Other professional fees STMT 3	26,512.	24,295.		2,217.
	17 Interest				
	18 Taxes STMT 4	4,346.	865.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	600.	600.		0.
	22 Printing and publications				
	23 Other expenses STMT 5	855.	322.		533.
	24 **Total operating and administrative expenses** Add lines 13 through 23	44,424.	29,110.		11,833.
	25 Contributions, gifts, grants paid	287,892.			287,892.
	26 **Total expenses and disbursements** Add lines 24 and 25	332,316.	29,110.		299,725.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-182,925.			
	b **Net investment income** (if negative, enter -0-)		120,281.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	3,508.	19,763.	19,763.
	2 Savings and temporary cash investments	233,860.	124,000.	124,000.
	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 STMT 6	520,089.	546,581.	566,004.
	b Investments - corporate stock STMT 7	833,680.	721,277.	1,151,600.
	c Investments - corporate bonds STMT 8	286,308.	293,331.	296,263.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	50,000.	50,000.	50,000.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ NOTE RECEIVABLE - T)	75,000.	75,000.	75,000.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,002,445.	1,829,952.	2,282,630.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ CREDIT CARD PAYABL)	0.	600.	
	23 Total liabilities (add lines 17 through 22)	0.	600.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	2,002,445.	1,829,352.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	2,002,445.	1,829,352.	
	31 Total liabilities and net assets/fund balances	2,002,445.	1,829,952.	

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	2,002,445.
2	Enter amount from Part I, line 27a	2	-182,925.
3	Other increases not included in line 2 (itemize) ▶ MISC COST ADJUSTMENT	3	9,832.
4	Add lines 1, 2, and 3	4	1,829,352.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,829,352.

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	MORGAN STANLEY #7037 - (SEE ATTACHED)	P	VARIOUS	12/31/15
b	MORGAN STANLEY #7037 - (SEE ATTACHED)	P	VARIOUS	12/31/15
c	MORGAN STANLEY #7037 - BASIS ADJUSTMENT	P	VARIOUS	12/31/15
d	MORGAN STANLEY #7037 - (SEE ATTACHED)	P	VARIOUS	12/31/15
e	MORGAN STANLEY #7037 - BASIS ADJUSTMENT	P	VARIOUS	12/31/15

	(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	29,667.		40,599.	-10,932.
b	304,674.		221,565.	83,109.
c			63.	-63.
d	28,301.		13,165.	15,136.
e			11.	-11.

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				-10,932.
b				83,109.
c				-63.
d				15,136.
e				-11.

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	87,239.
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	5,835.	2,400,062.	.002431
2013	21,728.	2,143,416.	.010137
2012	25,894.	1,988,124.	.013024
2011	30,246.	1,932,698.	.015650
2010	20,276.	1,812,622.	.011186

2	**Total** of line 1, column (d)	2	.052428
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	.010486
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	2,336,396.
5	Multiply line 4 by line 3	5	24,499.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,203.
7	Add lines 5 and 6	7	25,702.
8	Enter qualifying distributions from Part XII, line 4	8	299,725.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	1,203.
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	1,203.
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	1,203.
6	Credits/Payments:				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	2,400.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,500.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	3,900.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached			8	
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,697.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 2,697. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ 612-822-1548

Located at ▶ 4028 ELLIOT AVE. S, MINNEAPOLIS, MN ZIP+4 ▶ 55407

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

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X

See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. Yes No

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No

			Yes	No
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

			Yes	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No

If "Yes," list the years ▶ ____, ____, ____, ____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A 2b

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ ____, ____, ____, ____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)* N/A 3b

			Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SHAYNA M. BERKOWITZ 4028 ELLIOT AVE S MINNEAPOLIS, MN 55407	PRESIDENT/TREASURER 12.00	0.	0.	0.
PHYLLIS WIENER 4028 ELLIOT AVE S MINNEAPOLIS, MN 55407	VICE PRESIDENT 5.00	0.	0.	0.
MAYA BERKOWITZ 1215 SPRING ST APT. 21 SEATTLE , WA 98122	SECRETARY 2.00	0.	0.	0.

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

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

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

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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
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

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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	2,121,362.
b	Average of monthly cash balances	1b	200,614.
c	Fair market value of all other assets	1c	50,000.
d	**Total** (add lines 1a, b, and c)	1d	2,371,976.
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	2,371,976.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,580.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,336,396.
6	**Minimum investment return**. Enter 5% of line 5	6	116,820.

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	116,820.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 1,203.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,203.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	115,617.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	115,617.
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	115,617.

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	299,725.
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	299,725.
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	1,203.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	298,522.

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				115,617.
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				
b From 2011				
c From 2012				
d From 2013 17,795.				
e From 2014				
f Total of lines 3a through e	17,795.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 299,725.				
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				115,617.
e Remaining amount distributed out of corpus	184,108.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	201,903.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	201,903.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013 17,795.				
d Excess from 2014				
e Excess from 2015 184,108.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

NONE

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

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

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

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

c Any submission deadlines

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CENTER FOR NEW IDEAS	NONE	PUBLIC CHARITY	GENERAL OPERATING	1,000.
FAMILY TREE CLINIC 1619 DAYTON AVENUE SUITE 205 ST. PAUL, MN 55104	NONE	PUBLIC CHARITY	GENERAL OPERATING	15,000.
NETWORK FOR GOOD 1140 CONNCTICUT AVENUE NW #700 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL OPERATING	261,192.
SMALL SUMS 1222 UNIVERSITY AVENUE W ST. PAUL, MN 55104	NONE	PUBLIC CHARITY	GENERAL OPERATING	6,100.
UNPRISON PROJECT 8014 OLSON MEMORIAL HIGHWAY #153 MINNEAPOLIS , MN 55427	NONE	PUBLIC CHARITY	GENERAL OPERATING	4,600.
Total			▶ 3a	287,892.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	62,152.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	87,239.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		149,391.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 149,391.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 11/15/16 | Title PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LAURI A. ROBERTS, CPA	LAURI A. ROBERTS,	10/31/16		P00298140

Firm's name ▶ WIPFLI LLP | Firm's EIN ▶ 39-0758449

Firm's address ▶ 7601 FRANCE AVENUE SOUTH, SUITE 400 MINNEAPOLIS, MN 55435 | Phone no. 952.548.3400

523622 11-24-15

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
BOSTON COMMUNITY LOAN FUND INC.	458.	0.	458.	458.	
MORGAN STANLEY	38,537.	0.	38,537.	38,537.	
MORGAN STANLEY	22,845.	0.	22,845.	22,845.	
MORGAN STANLEY US GOV'T INT	235.	0.	235.	235.	
MORGAN STANLEY BOND AMORTIZATION	-2,448.	0.	-2,448.	-2,448.	
MORGAN STANLEY OID	1,429.	0.	1,429.	1,429.	
MORGAN STANLEY US GOV'T OID	19.	0.	19.	19.	
SUN INITIATIVE FINANCING II	1,077.	0.	1,077.	1,077.	
TO PART I, LINE 4	62,152.	0.	62,152.	62,152.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,111.	3,028.		9,083.
TO FORM 990-PF, PG 1, LN 16B	12,111.	3,028.		9,083.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	22,077.	22,077.		0.
ACCOUNTING	4,435.	2,218.		2,217.
TO FORM 990-PF, PG 1, LN 16C	26,512.	24,295.		2,217.

FORM 990-PF | TAXES | STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	865.	865.		0.
4TH QUARTER ESTIMATE	481.	0.		0.
2014 EXTENSION PAYMENT	3,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,346.	865.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	293.	293.		0.
ACCOUNT FEES	29.	29.		0.
MISC. EXPENSES	508.	0.		508.
MN ANNUAL FILING FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 23	855.	322.		533.

FORM 990-PF | U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS | STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL BONDS - MORGAN STANLEY		X	328,395.	349,354.
US GOVERNMENT BONDS - MORGAN STANLEY	X		218,186.	216,650.
TOTAL U.S. GOVERNMENT OBLIGATIONS			218,186.	216,650.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			328,395.	349,354.
TOTAL TO FORM 990-PF, PART II, LINE 10A			546,581.	566,004.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PUBLICLY TRADED - MORGAN STANLEY	721,277.	1,151,600.
TOTAL TO FORM 990-PF, PART II, LINE 10B	721,277.	1,151,600.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE FIXED INCOME - MORGAN STANLEY	293,331.	296,263.
TOTAL TO FORM 990-PF, PART II, LINE 10C	293,331.	296,263.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BOSTON COMMUNITY	COST	25,000.	25,000.
BCC SUN INVESTOR II	COST	25,000.	25,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		50,000.	50,000.

FORM 990-PF	OTHER ASSETS	STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
NOTE RECEIVABLE - THE NEIGHBORHOOD RECYCLING CORP., DBA EUREKA RECYCLING	75,000.	75,000.	75,000.
TO FORM 990-PF, PART II, LINE 15	75,000.	75,000.	75,000.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
CREDIT CARD PAYABLE	0.	600.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	600.

Account Detail

Investment Management Services Active Assets Account
473-027037-008

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Investment Objectives †: Capital Appreciation, Income, Speculation, Aggressive Income

Investment Advisory Account
Manager: NORTHSTAR ASSET MANAGEMENT, INC.

† Inform us if your investment objectives, as defined in the Expanded Disclosures, change.

HOLDINGS

This section reflects positions purchased/sold on a trade date basis. "Market Value" and "Unrealized Gain/(Loss)" may not reflect the value that could be obtained in the market. Fixed Income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated Annual Income a) is calculated on a pre-tax basis, b) does not include any reduction for applicable non-US withholding taxes, c) may include return of principal or capital gains which could overstate such estimates, and d) for securities that have a defined maturity date within the next 12 months, is reflected only through maturity date. Actual income or yield may be lower or higher than the estimates. Current yield reflects the income generated by an investment, and does not reflect changes in its price. Structured Investments, identified on the Position Description Details line as "Asset Class: Struct Inv," may appear in various statement product categories. When displayed, the accrued interest, annual income and current yield for those with a contingent income feature (e.g., Range Accrual Notes or Contingent Income Notes) are estimates and assume specified accrual conditions are met during the relevant period and payment in full of all contingent interest. For Floating Rate Securities, the accrued interest, annual income and current yield are estimates based on the current floating coupon rate and may not reflect historic rates within the accrual period.

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. You have the right to instruct us to liquidate your bank deposit balance(s) or shares of any money market fund balance(s) at any time and have the proceeds of such liquidation remitted to you. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions.

Description	Market Value	7-Day Current Yield %	Est Ann Income	APY %
CASH	$98.24			
MORGAN STANLEY BANK N.A. #	123,901.60	—	25.00	0 020

	Percentage of Holdings	Market Value	Est Ann Income
CASH, BDP, AND MMFs	5.77%	$123,999.84	$25.00

 # Bank Deposits are held at Morgan Stanley Bank, N.A. and/or Morgan Stanley Private Bank, National Association, affiliates of Morgan Stanley Smith Barney LLC and each a national bank and FDIC member.

STOCKS

COMMON STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
A O SMITH CORP (AOS)	1/26/15	73.000	$55.873	$76.610	$4,078 76	$5,592 53	$1,513.77 ST		
	4/1/15	54.000	65.276	76.610	3,524 91	4,136.94	612.03 ST		
	9/8/15	35.000	66 656	76.610	2,332.96	2,681 35	348.39 ST		
	Total	162.000			9,936 63	12,410.82	2,474.19 ST	123.00	0.99

Next Dividend Payable 02/2016; Asset Class: Equities

Account Detail

Investment Management Services Active Assets Account
473-027037-008

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ALPHABET INC CL A (GOOGL)	12/18/08	17 000	158 819	778.010	2,699.92	13,226.17	10,526.25 LT		
	1/30/09	7.000	172 621	778 010	1,208 35	5,446.07	4,237.72 LT		
	6/6/12	12.000	290 088	778.010	3,481 05	9,336 12	5,855 07 LT		
	10/2/14	25.000	581.708	778 010	14,542.69	19,450.25	4,907 56 LT		
	2/2/15	6.000	523 230	778.010	3,139.38	4,668.06	1,528.68 ST		
	Total	67.000			25,071.39	**52,126.67**	25,526 60 LT 1,528.68 ST	—	—
Asset Class: Equities									
AMERICAN ST WATER CO HLDG (AWR)	1/26/15	100 000	41 277	41.950	4,127.71	4,195 00	67.29 ST		
	4/1/15	72 000	39 718	41.950	2,859 67	3,020 40	160 73 ST		
	9/8/15	42 000	38 046	41.950	1,597 93	1,761.90	163.97 ST		
	Total	214 000			8,585 31	**8,977.30**	391.99 ST	192.00	2.13
Next Dividend Payable 03/2016; Asset Class: Equities									
AMERICAN WATER WORKS CO (AWK)	1/26/15	72 000	56.703	59 750	4,082 63	4,302.00	219.37 ST		
	4/1/15	54.000	54.150	59.750	2,924 11	3,226 50	302 39 ST		
	9/8/15	29.000	51 685	59.750	1,498.86	1,732 75	233 89 ST		
	Total	155.000			8,505.60	**9,261.25**	755.65 ST	211.00	2 27
Next Dividend Payable 03/2016; Asset Class: Equities									
APPLE INC (AAPL)	5/5/11	70.000	49.863	105.260	3,490 42	7,368.20	3,877.78 LT		
	6/9/11	70.000	47.499	105.260	3,324 91	7,368.20	4,043 29 LT		
	2/2/12	14 000	65 001	105.260	910 02	1,473 64	563 62 LT		
	2/14/13	64 000	66 640	105.260	4,264.93	6,736 64	2,471.71 LT		
	7/11/13	35.000	61.064	105.260	2,137.25	3,684.10	1,546.85 LT		
	9/8/15	37 000	111 232	105.260	4,115.60	3,894.62	(220.98) ST		
	Total	290 000			18,243 13	**30,525.40**	12,503.25 LT (220 98) ST	603.00	1 97
Next Dividend Payable 02/2016; Asset Class: Equities									
AQUA AMER INC (WTR)	9/16/10	62 000	16.457	29 800	1,020 36	1,847.60	827.24 LT		
	10/15/10	67 000	16 746	29.800	1,121.97	1,996.60	874 63 LT		
	2/2/12	184 000	17.831	29.800	3,280 91	5,483.20	2,202 29 LT		
	6/6/12	161.000	19 500	29.800	3,139 54	4,797 80	1,658 26 LT		
	Total	474 000			8,562.78	**14,125.20**	5,562.42 LT	337.00	2.38
Next Dividend Payable 03/2016; Asset Class: Equities									
AUTOMATIC DATA PROCESSING INC (ADP)	10/17/03	50.000	30.502	84 720	1,525.08	4,236.00	2,710.92 LT		
	10/17/03	100 000	30.541	84.720	3,054 09	8,472 00	5,417.91 LT 2		
	1/28/04	31.000	33 771	84.720	1,046 89	2,626 32	1,579 43 LT		

Account Detail

Investment Management Services Active Assets Account
473-027037-008

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	7/10/09	23.000	29 324	84.720	674.46	1,948 56	1,274.10 LT		
	6/6/12	310.000	46.282	84.720	14,347.46	26,263.20	11,915.74 LT		
	Total	514 000			20,647.98	**43,546.08**	22,898.10 LT	1,090.00	2.50
Next Dividend Payable 01/01/16; Asset Class: Equities									
BADGER METER INC (BMI)	1/26/15	35 000	57.946	58 590	2,028 12	2,050.65	22 53 ST		
	4/1/15	33.000	59.817	58.590	1,973 95	1,933.47	(40 48) ST		
	9/8/15	25.000	57 535	58 590	1,438.37	1,464 75	26.38 ST		
	Total	93.000			5,440.44	**5,448.87**	8 43 ST	74.00	1.35
Next Dividend Payable 03/2016; Asset Class: Equities									
BASILEA PHARMACEUTICA AG BASEL (BPMUF)	3/18/13	61 000	62 508	96.204	3,813 01	5,868.42	2,055.41 LT		
	5/8/13	1.000	62.550	96 204	62.55	96.20	33 65 LT		
	10/2/13	33.000	87.646	96 204	2,892.33	3,174.72	282.39 LT		
	5/1/14	16.000	107 500	96.204	1,720 00	1,539.25	(180.75) LT		
	10/2/14	10.000	97.500	96 204	975.00	962.03	(12 97) LT		
	Total	121.000			9,462.89	**11,640.65**	2,177.73 LT	—	—
Asset Class: Equities									
CALIF WATER SVC GP DEL (CWT)	1/26/15	161.000	25.325	23 270	4,077 33	3,746 47	(330.86) ST		
	4/1/15	119.000	24.542	23 270	2,920 50	2,769.13	(151.37) ST		
	9/8/15	122 000	19.984	23.270	2,438.08	2,838 94	400 86 ST		
	Total	402 000			9,435 91	**9,354.54**	(81.37) ST	269 00	2 87
Next Dividend Payable 02/2016; Asset Class: Equities									
CANADIAN NATL RAILWAY CO (CNI)	4/8/04	292 000	10 098	55 880	2,948 47	16,316.96	13,368.49 LT		
	6/6/12	220 000	40 345	55.880	8,875.91	12,293.60	3,417.69 LT		
	Total	512 000			11,824.38	**28,610.56**	16,786 18 LT	482.00	1 68
Next Dividend Payable 03/2016; Asset Class: Equities									
CERNER CORP (CERN)	1/26/15	184 000	68 027	60 170	12,516.95	11,071 28	(1,445.67) ST		
	4/1/15	156.000	72 827	60.170	11,360 95	9,386.52	(1,974 43) ST		
	7/7/15	69 000	68 062	60 170	4,696 31	4,151.73	(544 58) ST		
	9/8/15	120.000	62 721	60 170	7,526 51	7,220 40	(306.11) ST		
	Total	529 000			36,100 72	**31,829.93**	(4,270.79) ST	—	—
Asset Class Equities									
CONNECTICUT WATER SERVICES INC (CTWS)	4/24/08	136 000	24.361	38 010	3,313.06	5,169.36	1,856 30 LT		
	6/6/12	201.000	28.937	38 010	5,816.32	7,640 01	1,823 69 LT		
	2/14/13	33 000	29.995	38 010	989.84	1,254.33	264 49 LT		
	5/8/13	1.000	28.880	38 010	28 88	38.01	9 13 LT		

Account Detail

Investment Management Services Active Assets Account
473-027037-008

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	371.000			10,148.10	**14,101.71**	3,953.61 LT	397 00	2 81
Next Dividend Payable 03/2016; Asset Class: Equities									
COSTCO WHOLESALE CORP NEW (COST)	2/6/14	33.000	113.806	161.500	3,755.60	5,329.50	1,573.90 LT		
	4/23/14	104 000	114.526	161.500	11,910.67	16,796 00	4,885.33 LT		
	10/2/14	55.000	126.045	161.500	6,932 48	8,882.50	1,950.02 LT		
	Total	192 000			22,598.75	**31,008.00**	8,409.25 LT	307 00	0.99
Next Dividend Payable 02/2016; Asset Class: Equities									
CVS HEALTH CORP COM (CVS)	2/13/04	296.000	18 813	97 770	5,568.75	28,939.92	23,371.17 LT		
	6/6/12	109 000	44 630	97 770	4,864.68	10,656.93	5,792 25 LT		
	Total	405 000			10,433 43	**39,596.85**	29,163.42 LT	689.00	1.74
Next Dividend Payable 02/2016; Asset Class: Equities									
ECOLAB INC (ECL)	10/17/03	185.000	27.420	114.380	5,072.76	21,160.30	16,087.54 LT		
	6/6/12	96 000	64.589	114 380	6,200.55	10,980.48	4,779 93 LT		
	10/10/12	8.000	63 500	114.380	508.00	915.04	407 04 LT		
	Total	289.000			11,781.31	**33,055.82**	21,274.51 LT	405.00	1.22
Next Dividend Payable 01/15/16; Asset Class: Equities									
EMC CORP MASS (EMC)	3/5/10	179.000	17.789	25.680	3,184.18	4,596 72	1,412.54 LT		
	4/7/10	236.000	18.742	25.680	4,423.19	6,060.48	1,637.29 LT		
	6/6/12	460.000	24 240	25 680	11,150 40	11,812 80	662.40 LT		
	Total	875.000			18,757.77	**22,470.00**	3,712.23 LT	403.00	1 79
Next Dividend Payable 01/22/16; Asset Class: Equities									
FACEBOOK INC CL-A (FB)	6/6/12	230.000	26.944	104 660	6,197.07	24,071.80	17,874.73 LT		
	10/10/12	87.000	19.590	104.660	1,704 33	9,105 42	7,401 09 LT		
	2/11/13	28.000	28 586	104 660	800.41	2,930.48	2,130.07 LT		
	5/8/13	74 000	27.145	104.660	2,008.74	7,744.84	5,736 10 LT		
	7/11/13	29.000	25.680	104 660	744.71	3,035.14	2,290.43 LT		
	Total	448.000			11,455 26	**46,887.68**	35,432 42 LT	—	—
Asset Class: Equities									
FEDEX CORP (FDX)	7/29/98	121 000	31.350	148 990	3,793.41	18,027.79	14,234.38 LT		
	6/6/12	7 000	86.464	148 990	605.25	1,042 93	437.68 LT		
	6/6/12	55 000	86 464	148 990	4,755.53	8,194 45	3,438 92 LT		
	Total	183.000			9,154.19	**27,265.17**	18,110.98 LT	183.00	0.67
Next Dividend Payable 01/04/16; Asset Class: Equities									

Account Detail

Investment Management Services Active Assets Account
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
FREEDOM NUTRITIONAL (FRNNZ)	2/20/14	461.000	2 609	2.947	1,202.93	1,358.36	155.43 LT		
	4/28/14	971 000	2 833	2.947	2,751.13	2,861 11	109.98 LT		
	10/23/14	928 000	2.641	2.947	2,450.94	2,734.41	283.47 LT		
	2/13/15	46.000	2.590	2 947	119.14	135.54	16 40 ST		
	2/25/15	65.000	2.605	2.947	169.33	191.52	22.19 ST		
	Total	2,471 000			6,693.47	**7,280.97**	548 88 LT 38 59 ST	77.00	1 05
Asset Class: Equities									
HOME DEPOT INC (HD)	2/21/08	247.000	27.650	132 250	6,829.55	32,665 75	25,836.20 LT		
	6/6/12	121 000	50 350	132 250	6,092 35	16,002 25	9,909 90 LT		
	Total	368 000			12,921.90	**48,668.00**	35,746.10 LT	868.00	1.78
Next Dividend Payable 03/2016; Asset Class: Equities									
IDEX CORPORATION DELAWARE (IEX)	10/17/08	6.000	22.652	76.610	135.91	459.66	323 75 LT		
	10/23/08	118 000	21 439	76.610	2,529.75	9,039.98	6,510.23 LT		
	11/6/08	92 000	22.141	76 610	2,037.00	7,048 12	5,011.12 LT		
	6/6/12	241 000	39.005	76.610	9,400 21	18,463 01	9,062.80 LT		
	Total	457 000			14,102.87	**35,010.77**	20,907.90 LT	585 00	1.67
Next Dividend Payable 01/2016; Asset Class: Equities									
IDEXX LABS (IDXX)	11/11/09	76.000	26.440	72.920	2,009.43	5,541 92	3,532.49 LT		
	12/10/09	82 000	26.111	72.920	2,141.14	5,979 44	3,838.30 LT		
	6/6/12	35.000	42.581	72 920	1,490 34	2,552.20	1,061.86 LT		
	Total	193 000			5,640.91	**14,073.56**	8,432.65 LT	—	—
Asset Class: Equities									
INFINEON TECHNOLOGIES AG (IFNNY)	1/26/15	371 000	11.103	14.650	4,119.14	5,435.15	1,316 01 ST		
	4/1/15	327 000	12.065	14 650	3,945.16	4,790 55	845.39 ST		
	9/8/15	269 000	11.241	14 650	3,023.78	3,940.85	917.07 ST		
	Total	967.000			11,088 08	**14,166.55**	3,078 47 ST	184 00	1.29
Asset Class: Equities									
INTEL CORP (INTC)	10/17/08	28.000	15.758	34 450	441.23	964.60	523.37 LT		
	12/18/08	500.000	14 838	34 450	7,419 20	17,225.00	9,805 80 LT		
	6/6/12	559 000	25.936	34 450	14,498 44	19,257.55	4,759.11 LT		
	10/10/12	281 000	21.742	34 450	6,109.39	9,680 45	3,571.06 LT		
	Total	1,368.000			28,468.26	**47,127.60**	18,659.34 LT	1,313.00	2 78
Next Dividend Payable 03/2016, Asset Class: Equities									

Account Detail

Investment Management Services Active Assets Account
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
INTL BUSINESS MACHINES CORP (IBM)	10/23/08	5.000	84.206	137.620	421 03	688 10	267.07 LT		
	11/12/08	25.000	79.949	137 620	1,998.72	3,440.50	1,441 78 LT		
	12/18/08	43 000	85.264	137.620	3,666.35	5,917.66	2,251.31 LT		
	6/6/12	76.000	193.120	137.620	14,677.12	10,459 12	(4,218.00) LT		
	5/8/13	9.000	204 060	137.620	1,836.54	1,238.58	(597.96) LT		
	7/11/13	9 000	192 740	137 620	1,734 66	1,238 58	(496.08) LT		
	10/1/13	10 000	185.670	137.620	1,856.70	1,376.20	(480.50) LT		
	2/14/14	1.000	183.660	137.620	183.66	137 62	(46 04) LT		
	10/2/14	14.000	187.311	137.620	2,622.36	1,926.68	(695.68) LT		
	12/2/14	36.000	162 315	137.620	5,843.35	4,954 32	(889.03) LT		
	2/2/15	11 000	151.954	137 620	1,671 49	1,513 82	(157.67) ST		
	Total	239.000			36,511.98	**32,891.18**	(3,463.13) LT (157.67) ST	1,243 00	3 77
Next Dividend Payable 03/2016; Asset Class: Equities									
INTUIT INC (INTU)	1/26/15	93.000	89 013	96.500	8,278 22	8,974 50	696 28 ST		
	4/1/15	35.000	97.149	96.500	3,400.22	3,377 50	(22.72) ST		
	Total	128 000			11,678.44	**12,352.00**	673.56 ST	154.00	1.24
Next Dividend Payable 01/2016; Asset Class: Equities									
JOHNSON & JOHNSON (JNJ)	10/29/03	107.000	49.762	102.720	5,324 55	10,991 04	5,666.49 LT		
	2/14/13	186.000	76.060	102.720	14,147.16	19,105.92	4,958 76 LT		
	12/1/15	27.000	102 359	102.720	2,763 68	2,773.44	9 76 ST		
	Total	320.000			22,235.39	**32,870.40**	10,625.25 LT 9.76 ST	960 00	2 92
Next Dividend Payable 03/2016; Asset Class: Equities									
JOHNSON OUTDOORS INC A (JOUT)	2/2/15	68.000	30.198	21.890	2,053.48	1,488.52	(564.96) ST		
	4/1/15	18 000	33 029	21 890	594 52	394.02	(200.50) ST		
	4/2/15	2 000	33 545	21.890	67 09	43.78	(23.31) ST		
	4/7/15	28 000	34.521	21.890	966 60	612 92	(353 68) ST		
	Total	116 000			3,681.69	**2,539.24**	(1,142 45) ST	37 00	1 45
Next Dividend Payable 01/2016; Asset Class: Equities									
KEURIG GREEN MOUNTAIN INC (GMCR)	6/26/06	40.000	2 751	89 980	110 05	3,599 20	3,489.15 LT 1		
	6/6/12	2 000	24 403	89.980	48.81	179.96	131.15 LT		
	6/6/12	5 000	24.402	89 980	122 01	449.90	327.89 LT 1		
	4/7/15	5 000	115 278	89.980	576 39	449.90	(126.49) ST		
	9/8/15	38.000	59 002	89 980	2,242.09	3,419.24	1,177.15 ST		

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Account Detail

Investment Management Services Active Assets Account
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INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	90.000			3,099.35	**8,098.20**	3,948.19 LT 1,050.66 ST	117.00	1 44
Next Dividend Payable 01/2016; Asset Class: Equities									
KUBOTA CP ADR (KUBTY)	4/3/09	63.000	30.289	77.385	1,908 23	4,875.25	2,967.02 LT		
	4/15/09	50.000	30 011	77.385	1,500.56	3,869 24	2,368 68 LT		
	4/23/09	14.000	30 543	77 385	427.60	1,083.38	655.78 LT		
	6/3/09	95 000	35 970	77 385	3,417.11	7,351.57	3,934 46 LT		
	6/3/09	28.000	35.970	77 385	1,007.15	2,166 77	1,159.62 LT		
	6/6/12	133 000	42.812	77.385	5,694 02	10,292.20	4,598.18 LT		
	Total	383.000			13,954.67	**29,638.45**	15,683.74 LT	378.00	1.27
Asset Class: Equities									
MEAD JOHNSON NUTRITION COMPANY (MJN)	2/1/12	11 000	73 991	78.950	813.90	868 45	54 55 LT		
	6/6/12	38.000	81 070	78 950	3,080 66	3,000.10	(80.56) LT		
	7/18/12	39 000	73 483	78 950	2,865 84	3,079.05	213.21 LT		
	2/8/13	68 000	77 383	78.950	5,262 06	5,368.60	106.54 LT		
	Total	156.000			12,022.46	**12,316.20**	293.74 LT	257.00	2 08
Next Dividend Payable 01/04/16; Asset Class: Equities									
NOVO NORDISK A/S ADR (NVO)	9/20/05	500.000	5.048	58 080	2,523.77	29,040.00	26,516.23 LT 1		
	6/6/12	251.000	27 017	58 080	6,781.29	14,578 08	7,796.79 LT		
	Total	751.000			9,305.06	**43,618.08**	34,313.02 LT	400 00	0 91
Asset Class: Equities									
NOVOZYMES A/S SHS-B- (NVZMF)	5/5/05	250 000	9.970	48 124	2,492.50	12,030 92	9,538.42 LT		
	6/26/06	175.000	12.950	48 124	2,266 25	8,421 64	6,155 39 LT		
	6/6/12	494.000	26.940	48.124	13,308 36	23,773 09	10,464 73 LT		
	Total	919 000			18,067.11	**44,225.65**	26,158.54 LT	401 00	0 90
Next Dividend Payable 03/2016; Asset Class. Equities									
PRAXAIR INC (PX)	5/21/10	42.000	76 366	102 400	3,207 38	4,300.80	1,093 42 LT		
	9/16/10	29.000	88.895	102 400	2,577 96	2,969.60	391.64 LT		
	2/3/11	34 000	94.821	102.400	3,223.92	3,481 60	257 68 LT		
	6/6/12	182 000	103 773	102 400	18,886.60	18,636 80	(249 80) LT		
	10/10/12	2 000	104 210	102 400	208 42	204.80	(3 62) LT		
	2/14/13	8.000	111 154	102 400	889.23	819 20	(70.03) LT		
	2/2/15	7 000	120 491	102 400	843 44	716.80	(126.64) ST		
	9/8/15	8 000	103.838	102 400	830.70	819 20	(11.50) ST		

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Investment Management Services Active Assets Account
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STILL AIN T SATISFIED-A
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	312 000			30,667.65	**31,948.80**	1,419.29 LT (138.14) ST	892.00	2.79
Next Dividend Payable 03/2016; Asset Class: Equities									
PROCTER & GAMBLE (PG)	6/26/06	44.000	55 704	79.410	2,450.98	3,494.04	1,043.06 LT I		
	4/15/09	35.000	48.518	79.410	1,698.13	2,779.35	1,081.22 LT		
	6/6/12	80.000	61.583	79.410	4,926 63	6,352.80	1,426 17 LT		
	2/14/13	119.000	76.923	79.410	9,153 82	9,449.79	295.97 LT		
	2/14/13	12 000	75 048	79 410	900.57	952 92	52.35 LT H		
	4/7/15	1 000	80 920	79.410	80 92	79 41	(1.51) ST H		
	9/8/15	3 000	69.810	79 410	209.43	238 23	28 80 ST		
	Total	294.000			19,420.48	**23,346.54**	3,898 77 LT 27 29 ST	780.00	3 34
Next Dividend Payable 02/2016; Basis Adjustment Due to Wash Sale: $73.96; Asset Class: Equities									
RUCKUS WIRELESS INC (RKUS)	1/26/15	402.000	10.530	10.710	4,233.22	4,305.42	72 20 ST		
	4/1/15	247.000	12 790	10 710	3,159 23	2,645.37	(513 86) ST		
	9/8/15	291.000	11.392	10.710	3,315 01	3,116.61	(198.40) ST		
	Total	940.000			10,707.46	**10,067.40**	(640 06) ST	—	—
Asset Class: Equities									
SIMS METALS MANAGEMENT LIMITED (SMSMY)	6/6/12	235.000	10 210	5.190	2,399.37	1,219.65	(1,179 72) LT		
	7/18/12	328.000	9 043	5.190	2,966.20	1,702.32	(1,263.88) LT		
	7/11/13	371.000	8 165	5 190	3,029 03	1,925 49	(1,103.54) LT		
	5/1/14	33 000	8.880	5.190	293 04	171.27	(121.77) LT		
	10/2/14	268.000	9.680	5.190	2,594.24	1,390.92	(1,203.32) LT		
	2/2/15	227.000	8.560	5.190	1,943 12	1,178 13	(764.99) ST		
	Total	1,462 000			13,225.00	**7,587.78**	(4,872.23) LT (764.99) ST	281 00	3 70
Asset Class· Equities									
STAPLES INC (SPLS)	10/2/14	450.000	12.011	9.470	5,404.99	**4,261.50**	(1,143.49) LT	216.00	5 06
Next Dividend Payable 01/14/16; Asset Class· Equities									
STRAUMANN HOLDING CHF.1 ORD (SAUHF)	2/6/14	9 000	203 546	304.695	1,831.91	2,742.25	910.34 LT		
	4/24/14	28.000	208 993	304.695	5,851.81	8,531 46	2,679.65 LT		
	10/2/14	15 000	222.550	304 695	3,338.25	4,570 42	1,232 17 LT		
	Total	52.000			11,021.97	**15,844.15**	4,822.16 LT	195.00	1.23
Asset Class: Equities									

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Account Detail

Investment Management Services Active Assets Account
473-027037-008

STILL AIN T SATISFIED-A
PO BOX 301840

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STRYKER CORP (SYK)	3/15/13	159 000	66 095	92 940	10,509.15	14,777 46	4,268.31 LT		
	5/8/13	3 000	66.250	92.940	198.75	278 82	80 07 LT		
	2/14/14	98.000	83.271	92 940	8,160.58	9,108 12	947 54 LT		
	5/1/14	38.000	77.286	92 940	2,936.88	3,531.72	594 84 LT		
	10/2/14	143.000	82.018	92.940	11,728 60	13,290 42	1,561.82 LT		
	Total	441 000			33,533.96	**40,986.54**	7,452 58 LT	670 00	1.63
Next Dividend Payable 01/29/16; Asset Class: Equities									
SUNOPTA INC (STKL)	2/6/14	204 000	9 321	6.840	1,901.52	1,395.36	(506.16) LT		
	5/1/14	128.000	11 806	6.840	1,511.18	875.52	(635 66) LT		
	10/2/14	637.000	12.666	6 840	8,068 31	4,357.08	(3,711.23) LT		
	2/2/15	200 000	11.040	6 840	2,207 90	1,368.00	(839 90) ST		
	Total	1,169.000			13,688.91	**7,995.96**	(4,853.05) LT (839.90) ST	—	—
Asset Class: Equities									
TELENOR AS (TELNF)	3/15/13	328 000	21.977	16.755	7,208 46	5,495 47	(1,712.99) LT		
	7/11/13	33.000	20 650	16 755	681 45	552.89	(128 56) LT		
	2/14/14	153.000	21 310	16 755	3,260 43	2,563 43	(697.00) LT		
	10/2/14	36 000	21.660	16.755	779 76	603.16	(176 60) LT		
	2/2/15	20 000	21.832	16.755	436.64	335 08	(101.56) ST		
	4/7/15	17.000	21 040	16 755	357.68	284 82	(72.86) ST		
	Total	587.000			12,724 42	**9,834.89**	(2,715.15) LT (174 42) ST	484 00	4 92
Next Dividend Payable 05/2016, Asset Class: Equities									
TJX COS INC NEW (TJX)	5/7/09	70.000	14.326	70 910	1,002 84	4,963.70	3,960.86 LT		
	5/14/09	220.000	13 472	70 910	2,963 73	15,600.20	12,636 47 LT		
	7/1/09	38 000	15.681	70 910	595 87	2,694.58	2,098.71 LT		
	6/6/12	27.000	41.907	70.910	1,131.49	1,914.57	783 08 LT 1		
	6/6/12	141.000	41.907	70 910	5,908 91	9,998 31	4,089 40 LT		
	Total	496.000			11,602 84	**35,171.36**	23,568 52 LT	417.00	1 18
Next Dividend Payable 03/2016; Asset Class: Equities									
TOMRA SYSTEMS ASA NOK 1 ORD (TMRAF)	12/18/08	421.000	3 450	10.789	1,452 45	4,542 29	3,089 84 LT		
	6/6/12	105 000	7.740	10.789	812.70	1,132 87	320.17 LT		
	10/2/14	257 000	7.590	10 789	1,950 63	2,772 84	822.21 LT		
	Total	783.000			4,215.78	**8,448.02**	4,232.22 LT	128 00	1 51
Asset Class: Equities									

Account Detail

Investment Management Services Active Assets Account
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INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
VITASOY INTL HLDGS HKD .25 ORD (VTSYF)	9/24/09	672.000	0 620	2.052	416 64	1,378 65	962.01 LT		
	2/2/12	1,357 000	0.784	2.052	1,064.43	2,783.97	1,719.54 LT		
	6/8/12	5,970.000	0.779	2.052	4,649.44	12,247.86	7,598 42 LT		
	Total	7,999.000			6,130.51	**16,410.50**	10,279 97 LT	258 00	1.57
Asset Class: Equities									
VODAFONE GROUP PLC (VOD)	3/24/09	95 000	32 536	32.260	3,090.95	3,064.70	(26.25) LT		
	4/23/09	146 000	33 018	32.260	4,820.58	4,709 96	(110 62) LT		
	10/2/14	448 000	32.337	32.260	14,487.11	14,452 48	(34.63) LT		
	4/7/15	43 000	33.286	32.260	1,431.31	1,387.18	(44.13) ST		
	Total	732.000			23,829 95	**23,614.32**	(171.50) LT (44.13) ST	1,253.00	5.30
Next Dividend Payable 02/03/16; Asset Class: Equities									
WESTERN UN CO (WU)	4/15/09	111 000	14 510	17 910	1,610 60	1,988.01	377.41 LT		
	11/1/12	538.000	12.565	17 910	6,759.81	9,635.58	2,875.77 LT		
	5/1/14	33.000	15.848	17.910	522 98	591 03	68 05 LT		
	Total	682 000			8,893.39	**12,214.62**	3,321.23 LT	423 00	3 46
Next Dividend Payable 03/2016; Asset Class: Equities									
WHITEWAVE FOODS CORP CL A (WWAV)	2/6/14	83.000	23.598	38.910	1,958 61	3,229.53	1,270.92 LT		
	4/23/14	144 000	29 006	38.910	4,176.88	5,603.04	1,426.16 LT		
	9/8/15	5 000	46 040	38.910	230 20	194.55	(35 65) ST		
	Total	232 000			6,365.69	**9,027.12**	2,697.08 LT (35.65) ST	—	—
Asset Class: Equities									
WHOLE FOODS MARKETS INC (WFM)	12/18/08	298 000	5.323	33.500	1,586.39	9,983 00	8,396 61 LT		
	6/6/12	357.000	45.354	33.500	16,191.27	11,959 50	(4,231.77) LT		
	2/14/13	24 000	43 589	33.500	1,046 14	804 00	(242.14) LT		
	10/2/14	248.000	37 556	33 500	9,313 81	8,308.00	(1,005 81) LT		
	9/8/15	61 000	32 499	33.500	1,982 46	2,043 50	61 04 ST		
	12/1/15	138 000	29.757	33.500	4,106 48	4,623 00	516.52 ST		
	Total	1,126 000			34,226.55	**37,721.00**	2,916 89 LT 577.56 ST	608 00	1.61
Next Dividend Payable 01/2016; Asset Class: Equities									

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Account Detail

Investment Management Services Active Assets Account
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	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STOCKS	53.58%	$721,277.16	$1,151,599.85	$428,218.21 LT $2,104.28 ST	$19,344.00	1.68%

MUNICIPAL BONDS

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
NEW YORK ST MUN BD BK AGY RECO VERY ACT A2 BUILD AMERICA BOND	7/29/10	5,000 000	$103.306 $101.426	$107.804	$5,165.30 $5,071.31	$5,390.20	$318.89 LT	$251 00 $32 08	4.65
Coupon Rate 5 022%, Matures 05/15/2019, CUSIP 64988VDS9									
Int. Semi-Annualy May/Nov 15; Yield to Maturity 2.589%; Subject to Federal Tax; S&P AA, Insurer:SECD MKT ASSURED GUARA; Issued 05/26/10; Asset Class: FI & Pref									
PORTLAND ORE URBAN RENEWAL & REDEV	6/21/10	60,000 000	102.971 101.522	106 334	61,782.40 60,913 41	63,800.40	2,886 99 LT A	3,470 00 154.23	5.43
Coupon Rate 5.784%, Matures 06/15/2020; CUSIP 736746UE6									
Int. Semi-Annually Jun/Dec 15; Yield to Maturity 4.209%, Subject to Federal Tax; Moody A1; Issued 06/24/10; Asset Class: FI & Pref									
OAKLAND CALIF REDEV AGY REV	5/19/09	50,000.000	99 315 99 634	114.139	49,657 50 49,816.80	57,069.50	7,252.70 LT A	4,250.00 1,416 66	7.44
Coupon Rate 8.500%; Matures 09/01/2020; CUSIP 672321KE5									
Int. Semi-Annually Mar/Sep 01; Yield to Maturity 5.058%; Subject to Federal Tax; S&P A-; Issued 05/20/09; Asset Class: FI & Pref									
OREGON SCH BRDS ASSN-A OY 6.22	1/14/11	30,000.000	58 879 75.151	85 065	17,663.80 22,545.40	25,519.50	2,974.10 LT A	—	—
Zero Coupon, Matures 06/30/2021, CUSIP 686053CL1									
Subject to Federal Tax; Moody AA2 S&P AA-, Insurer:NATIONAL PUBLIC FINANC; Issued 04/21/03; Asset Class. FI & Pref									
DECATUR MICH PUB SCHS QSCBD SCH BLDG & SITE-A	5/21/10	95,000.000	102 580 102.005	109 093	97,451 30 96,904.40	103,638.35	6,733 95 LT A	6,128.00 1,021.25	5 91
Coupon Rate 6.450%; Matures 05/01/2027; CUSIP 243312DA0									
Int Semi-Annually May/Nov 01; Callable $100.00 on 05/01/20; Yield to Call 4.135%; Subject to Federal Tax; S&P AA-; Issued 06/22/10; Asset Class. FI & Pref									
BREA CALIF PUB FING AUTH LEASE REV BABDP	5/14/10	90,000 000	103.888 103.493	104.373	93,499 00 93,143.82	93,935.70	791.88 LT A	6,196.00 1,548 90	6.59
Coupon Rate 6.884%; Matures 04/01/2036, CUSIP 106283DG6									
Int. Semi-Annually Apr/Oct 01; Callable $100.00 on 04/01/20, Yield to Call 5.707%; Subject to Federal Tax; S&P AA; Issued 05/06/10; Asset Class: FI & Pref									

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
MUNICIPAL BONDS		330,000.000	$325,219.30 $328,395.14	$349,353.65	$20,958.51 LT	$20,295.00 $4,173.12	5.81%
TOTAL MUNICIPAL BONDS (includes accrued interest)	16.45%			$353,526.77			

Account Detail

Investment Management Services Active Assets Account
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CORPORATE FIXED INCOME

CORPORATE BONDS

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
CALVERT SOCIAL INVESTMENT FOUNDATION	6/8/11	5,000.000	$99.125	$100.000	$4,956.25			$50.00	1.00
Coupon Rate 2 000%, Matures 06/15/2016; CUSIP 13161EJ81			$99 125		$4,956.25	**$5,000.00**	$43.75 LT	$4.44	
Int. Semi-Annually Jun/Dec 15; Yield to Maturity 1.998%; Issued 06/20/11; Asset Class: FI & Pref									
THE NATURE CONSERVANCY	10/14/09	150,000.000	109.817	110 881	164,725.00			9,450.00	5.68
Coupon Rate 6.300%; Matures 07/01/2019; CUSIP 63902HAA7			109.817		164,725 00	**166,321.50**	1,596.50 LT A	4,725.00	
Int. Semi-Annually Jan/Jul 01; Yield to Maturity 3.002%; Moody AA2 S&P AA-; Issued 07/01/09; Asset Class: FI & Pref									
INTL FINANCE CORP	11/10/14	25,000.000	99 500	99.766	24,875 00			313.00	1 25
Coupon Rate 1.250%; Matures 11/15/2019; CUSIP 45950VEJ1			99 500		24,875.00	**24,941.50**	66 50 LT	39.93	
Int. Semi-Annually May/Nov 15; Callable $100.00 on 11/15/16; Stepped; Moody AAA S&P AAA; Issued 11/14/14; Asset Class: FI & Pref									
CALVERT SOCIAL INVESTMENT FOUN DATION/CALVERT COMMUNITY INVES	4/15/14	50,000.000	98.925	100.000	49,462.50			1,125.00	2.25
Coupon Rate 2.250%, Matures 04/15/2021; CUSIP 13161G5P3			98 925		49,462 50	**50,000.00**	537.50 LT	799.99	
Interest Paid Annually Apr 15; Yield to Maturity 2.250%; Issued 04/21/14; Asset Class: FI & Pref									
CALVERT SOCIAL INVESTMENT FOUN DATION/CALVERT COMMUNITY INVES	4/15/14	50,000.000	98 625	100.000	49,312.50			1,500.00	3 00
Coupon Rate 3.000%, Matures 04/15/2024, CUSIP 13161G5Q1			98 625		49,312.50	**50,000.00**	687.50 LT	1,066.66	
Interest Paid Annually Apr 15; Yield to Maturity 3.000%; Issued 04/21/14; Asset Class: FI & Pref									

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
CORPORATE FIXED INCOME		280,000.000	$293,331.25			$12,438.00	4.20%
			$293,331.25	**$296,263.00**	**$2,931.75 LT**	**$6,636.02**	
TOTAL CORPORATE FIXED INCOME (includes accrued interest)	14.09%			$302,899.02			

GOVERNMENT SECURITIES

TREASURY SECURITIES

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
UNITED STATES TREASURY NOTE-INFLATION INDEXED	4/7/09	10,000.000	$104 822	$105.818	$10,332.54			$235.00	2.00
Coupon Rate 2 125%; Matures 01/15/2019, CUSIP 912828JX9			$104 822		$11,612.11	**$11,722.41**	$110.30 LT	$108.10	
Int. Semi-Annually Jan/Jul 15; Factor 1.10779000; Moody AAA; Issued 01/15/09; Current Face 11,077.900; Asset Class: FI & Pref									

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Investment Management Services Active Assets Account
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FEDERAL AGENCIES

Security Description	Trade Date	Face Value	Orig Unit Cost / Adj Unit Cost	Unit Price	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
FED HOME LN BK	11/20/09	40,000 000	$102.913	$102.033	$41,165.20			$1,500 00	3.67
Coupon Rate 3 750%, Matures 09/09/2016, CUSIP 3133XUKV4			$102.913		$41,165.20	$40,813.20	$(352.00) LT	$466 66	
Int. Semi-Annually Mar/Sep 09; Yield to Maturity .784%; Moody AAA S&P AA+; Issued 08/07/09; Asset Class: FI & Pref									
FED HOME LN MTG CORP MED TERM NOTE STEP - 05/20/18 02.75	4/30/15	25,000 000	99 200	100 185	24,800.00			500.00	1.99
			99.200		24,800 00	25,046.25	246.25 ST	56.94	
Coupon Rate 2.000%, Matures 05/20/2027; CUSIP 3134G6YU1									
Int. Semi-Annually May/Nov 20; Callable $100.00 on 02/20/16; Stepped; Moody AAA S&P AA+; Issued 05/20/15; Asset Class: FI & Pref									
FED NATL MTG ASSN STEP - 08/13/17 02.50	4/10/13	10,000.000	99 500	98 618	9,950.00			200.00	2 02
Coupon Rate 2.000%; Matures 08/13/2027, CUSIP 3136G0VJ7			99.500		9,950 00	9,861.80	(88.20) LT	76.66	
Int. Semi-Annually Feb/Aug 13; Callable $100.00 on 02/13/16; Stepped; S&P AA+; Issued 08/13/12; Asset Class: FI & Pref									
FED NATL MTG ASSN STEP - 09/27/16 02.50	10/23/12	10,000.000	99 600	100.124	9,960 00			213 00	2.12
Coupon Rate 2.125%, Matures 09/27/2027, CUSIP 3136G0D73			99 600		9,960.00	10,012.40	52.40 LT	55.48	
Int. Semi-Annually Mar/Sep 27; Callable $100.00 on 03/27/16; Stepped, Moody AAA S&P AA+; Issued 09/27/12; Asset Class: FI & Pref									
FED NATL MTG ASSN STEP - 12/27/21 04.00	12/21/12	5,000.000	100 025	99 399	5,001 25			150 00	3.01
Coupon Rate 3.000%; Matures 12/27/2027, CUSIP 3136G1A82			100 025		5,001.25	4,969.95	(31.30) LT	1 66	
Int. Semi-Annually Jun/Dec 27; Callable $100.00 on 03/27/16; Stepped, Moody AAA S&P AA+; Issued 12/27/12; Asset Class· FI & Pref									
FED NATL MTG ASSN STEP - 06/27/18 03.25	6/4/13	15,000 000	99.650	100 350	14,947.50			450 00	2 98
Coupon Rate 3.000%; Matures 06/27/2028; CUSIP 3136G1NS4			99 650		14,947 50	15,052.50	105 00 LT	4 99	
Int. Semi-Annually Jun/Dec 27; Callable $100.00 on 03/27/16; Stepped, Moody AAA S&P AA+; Issued 06/27/13; Asset Class: FI & Pref									
FED NATL MTG ASSN STEP - 06/28/17 03.25	9/12/12	100,000 000	100 750	99.171	100,750 00			3,000 00	3.02
Coupon Rate 3 000%, Matures 06/28/2032; CUSIP 3136G0PD7			100.750		100,750 00	99,171.00	(1,579.00) LT	24 99	
Int. Semi-Annually Jun/Dec 28, Callable $100.00 on 03/28/16; Stepped; Moody AAA S&P AA+; Issued 06/28/12; Asset Class· FI & Pref									
FEDERAL AGENCIES		205,000.000			$206,573.95			$6,013.00	2.93%
					$206,573.95	$204,927.10	$(1,893.10) LT	$687.38	
							$246.25 ST		

	Percentage of Holdings	Face Value	Orig Total Cost / Adj Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
GOVERNMENT SECURITIES		215,000.000	$216,906.49			$6,248.00	2.88%
			$218,186.06	$216,649.51	$(1,782.80) LT	$795.48	
					$246.25 ST		
TOTAL GOVERNMENT SECURITIES (includes accrued interest)	10.12%			$217,444.99			

Account Detail

Investment Management Services Active Assets Account
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	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income / Accrued Interest	Current Yield %
TOTAL MARKET VALUE		$1,561,189.61	$2,137,865.85	$450,325.67 LT $2,350.53 ST	$58,350.00 $11,604.62	2.72%
TOTAL VALUE (includes accrued interest)	100.00%		$2,149,470.47			

1 - This information reflects your requested adjustments to the transaction details.
2 - You, or a third party, have provided the transaction details for this position.
A - You executed this transaction elsewhere and later transferred the security to this account. Another financial institution has provided the transaction detail for this position.
H - Wash sale rules apply to this tax lot. The cost basis and acquisition date (trade date) have been adjusted to account for disallowed loss of a related wash sale transaction. The aggregate amount of the basis adjustment is identified in italics under the Security Description.
Unrealized Gain/(Loss) totals only reflect positions that have both cost basis and market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not included.

ALLOCATION OF ASSETS (^includes accrued interest)

	Cash	Equities	Fixed Income & Preferred Securities	Alternatives	Annuities & Insurance	Structured Investments	Other
Cash, BDP, MMFs	$123,999.84	—	—	—	—	—	—
Stocks	—	$1,151,599.85	—	—	—	—	—
Municipal Bonds ^	—	—	$353,526.77	—	—	—	—
Corporate Fixed Income ^	—	—	302,899.02	—	—	—	—
Government Securities ^	—	—	217,444 99	—	—	—	—
TOTAL ALLOCATION OF ASSETS ^	**$123,999.84**	**$1,151,599.85**	**$873,870.78**	—	—	—	—

ACTIVITY

CASH FLOW ACTIVITY BY DATE

Transaction Date	Settlement Date	Activity Type	Description	Comments	Quantity	Price	Credits/(Debits)
12/1	12/1	Qualified Dividend	INTEL CORP				$328.32
12/1	12/1	Qualified Dividend	AQUA AMER INC				84.37
12/1	12/1	Qualified Dividend	AMERICAN WATER WORKS CO				52.70
12/1	12/1	Qualified Dividend	AMERICAN ST WATER CO HLDG				47.94
12/1	12/4	Bought	WHOLE FOODS MARKETS INC	ACTED AS AGENT	138.000	29.7571	(4,106.48)
12/1	12/4	Bought	JOHNSON & JOHNSON	ACTED AS AGENT	27.000	102.3584	(2,763.68)
12/3	12/3	Qualified Dividend	TJX COS INC NEW				104 16
12/8	12/8	Dividend	KUBOTA CP ADR ADJ GROSS DIV AMOUNT 35.87 FOREIGN TAX PAID IS 35.87				0.00