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**Return of Private Foundation**

Department of the Treasury  
Internal Revenue Service

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

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**2015**

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2015 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

Name of foundation: **SORDONI FOUNDATION, INC.**

Number and street (or P O box number if mail is not delivered to street address): **45 OWEN STREET**

Room/suite: \_\_\_\_\_

City or town, state or province, country, and ZIP or foreign postal code: **FORTY FORT, PA 18704**

A Employer identification number: **46-0728514**

B Telephone number: **570 283-1211**

C If exemption application is pending, check here

D 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

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

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

H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

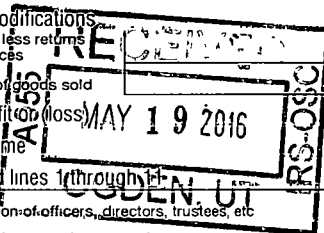
I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 8,772,518.**

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses		(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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		22,543.	22,543.		STATEMENT 1
4 Dividends and interest from securities		141,763.	141,763.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		931,960.			
b Gross sales price for all assets on line 6a <b>4,539,863.</b>					
7 Capital gain net income (from Part IV, line 2)			931,960.		
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		1,096,266.	1,096,266.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		3,932.	1,966.		1,966.
c Other professional fees STMT 4		37,644.	37,644.		0.
17 Interest					
18 Taxes STMT 5		12,379.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		264.	132.		132.
24 Total operating and administrative expenses Add lines 13 through 23		54,219.	39,742.		2,098.
25 Contributions, gifts, grants paid		445,730.			445,730.
26 Total expenses and disbursements Add lines 24 and 25		499,949.	39,742.		447,828.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		596,317.			
b Net investment income (if negative, enter -0-)			1,056,524.		
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 (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	150,836.	224,538.	224,538.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 8	9,081,456.	8,547,980.	8,547,980.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		9,232,292.	8,772,518.	8,772,518.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
28 Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds		9,232,292.	8,772,518.	
30 Total net assets or fund balances		9,232,292.	8,772,518.	
31 Total liabilities and net assets/fund balances		9,232,292.	8,772,518.	

**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	9,232,292.
2 Enter amount from Part I, line 27a	2	596,317.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,828,609.
5 Decreases not included in line 2 (itemize) ▶	5	SEE STATEMENT 7
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,772,518.

**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 BIRKSHIRE ASSET MANAGEMENT - PNC TRUST	P	01/01/15	12/31/15
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4,539,863.		3,607,903.	931,960.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			931,960.
b			
c			
d			
e			

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	931,960.
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	392,501.	8,802,000.	.044592
2013	356,002.	7,889,679.	.045122
2012	333,142.	6,974,730.	.047764
2011	327,718.	6,843,550.	.047887
2010	308,160.	6,215,730.	.049577

2 Total of line 1, column (d)	2	.234942
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	.046988
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	9,103,412.
5 Multiply line 4 by line 3	5	427,751.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,565.
7 Add lines 5 and 6	7	438,316.
8 Enter qualifying distributions from Part XII, line 4	8	447,828.

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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	10,565.
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	10,565.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	10,565.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	8,400.
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	8,400.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	2,165.
10	<b>Overpayment</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2016 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
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.		
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		X
If "Yes," attach a detailed description of the activities		
3	X	
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		
4a		X
4b	N/A	
5		X
If "Yes," attach the statement required by General Instruction T		
6	X	
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?		
7	X	
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		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ PA	
8b	X	
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		
9		X
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		
10		X
Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of ANDREW J. SORDONI Telephone no. 570 283-6206 Located at 45 OWEN STREET, FORTY FORT, PA ZIP+4 18704
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

1a During the year did the foundation (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here
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?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? Yes No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
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
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?

**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 propoganda, 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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here  N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

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?  Yes  No  
 If "Yes" to 6b, file Form 8870. X

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?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains '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.

Table with 2 columns: Description, Expenses. Row 1 contains 'N/A'.

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.

Table with 2 columns: Description, Amount. Row 1 contains 'N/A'. Total amount is 0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	8,572,357.
b	Average of monthly cash balances	1b	669,686.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	9,242,043.
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	9,242,043.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	138,631.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,103,412.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	455,171.

**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	455,171.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	10,565.
2b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,565.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	444,606.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	444,606.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	444,606.

**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	447,828.
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	<b>Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	447,828.
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	10,565.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	437,263.

**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				444,606.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			300,033.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 447,828.				
a Applied to 2014, but not more than line 2a			300,033.	
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				147,795.
e Remaining amount distributed out of corpus	0.			
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	0.			
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				296,811.
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	0.			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

**ANDREW J. SORDONI, III**

**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

**SEE STATEMENT 10**

**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
<b>a Paid during the year</b>				
COMMISSION ON ECONOMIC OPPORTUNITY 165 AMBER LANE WILKES BARRE, PA 18703	NONE	PUBLIC	CHARITABLE	5,000.
COMMONWEALTH FOUNDATION 225 STATE STREET STE 302 HARRISBURG, PA 17101	NONE	PUBLIC	CHARITABLE	10,000.
FINE ARTS FIESTA P.O. BOX 2053 WILKES BARRE, PA 18703	NONE	PUBLIC	CHARITABLE	1,000.
GEISINGER HEALTH SYSTEM 100 N. ACADEMY AVE DANVILLE, PA 17822	NONE	PUBLIC	CHARITABLE	30,000.
KING'S COLLEGE 133 N. RIVER STREET WILKES BARRE, PA 18711	NONE	PUBLIC	CHARITABLE	34,730.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>445,730.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LUZERNE CNTY CHILD ADVOCACY CT 187 HANOVER STREET WILKES BARRE, PA 18702	NONE	PUBLIC	CHARITABLE	5,000.
MARYWOOD UNIVERSITY 200 ADAMS AVENUE SCRANTON, PA 18509	NONE	PUBLIC	CHARITABLE	30,000.
MISERICORDIA UNIVERSITY 301 LAKE STREET DALLAS, PA 18612	NONE	PUBLIC	CHARITABLE	25,000.
NORMAN ROCKWELL MUSEUM 9 GLENDALE ROAD STOCKBRIDGE, MA 01262	NONE	PUBLIC	CHARITABLE	25,000.
PENNSYLVANIA CHAMBER EDUCATIONAL FOUNDATION 417 WALNUT STREET HARRISBURG, PA 17101	NONE	PUBLIC	CHARITABLE	25,000.
SOCIETY OF ILLUSTRATORS 128 EAST 63RD STREET NEW YORK CITY, NY 10065	NONE	PUBLIC	CHARITABLE	10,000.
THE COMMONWEALTH MEDICAL COLLEGE 525 PINE STREET SCRANTON, PA 18509	NONE	PUBLIC	CHARITABLE	20,000.
THE NATIONAL MUSEUM OF AMERICAN ILLUSTRATION 492 BELLEVUE AVENUE NEWPORT, RI 02840	NONE	PUBLIC	CHARITABLE	15,000.
UNITED WAY OF WYOMING VALLEY 100 N PENNSYLVANIA AVENUE, 2ND FLOOR WILKES BARRE, PA 18701	NONE	PUBLIC	CHARITABLE	10,000.
VOLUNEERS IN MEDICINE 190 N. PENNSYLVANIA AVENUE WILKES BARRE, PA 18702	NONE	PUBLIC	CHARITABLE	10,000.
<b>Total from continuation sheets</b>				<b>365,000.</b>



FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHECKING AND MONEY MARKET	22,543.	22,543.	
TOTAL TO PART I, LINE 3	22,543.	22,543.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PNC BANK TRUST	141,763.	0.	141,763.	141,763.	
TO PART I, LINE 4	141,763.	0.	141,763.	141,763.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BAKER TILLY VIRCHOW KRAUSE, LLP	3,932.	1,966.		1,966.
TO FORM 990-PF, PG 1, LN 16B	3,932.	1,966.		1,966.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	37,644.	37,644.		0.
TO FORM 990-PF, PG 1, LN 16C	37,644.	37,644.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	12,379.	0.			0.
TO FORM 990-PF, PG 1, LN 18	12,379.	0.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	264.	132.			132.
TO FORM 990-PF, PG 1, LN 23	264.	132.			132.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
DESCRIPTION		AMOUNT	
ADJUSTMENT TO REFLECT SECURITIES AT MKT VALUE INCL UNREALIZED GAINS/LOSSES		1,056,091.	
TOTAL TO FORM 990-PF, PART III, LINE 5		1,056,091.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
PNC TRUST	COST	8,547,980.	8,547,980.	
TOTAL TO FORM 990-PF, PART II, LINE 13		8,547,980.	8,547,980.	

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANDREW J. SORDONI, III 45 OWEN STREET FORTY FORT, PA 18704	PRESIDENT & TREASURER 0.00	0.	0.	0.
DINA SEREYKA 45 OWEN STREET FORTY FORT, PA 18704	ASSISTANT SECRETARY/TREASU 0.00	0.	0.	0.
WILLIAM B. SORDONI 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
RICHARD ALLAN 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
PATRICK J. SOLANO 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
SUSAN F. SORDONI, M.D. 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
JOHN J. MENAPACE 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
A. WILLIAM KELLY 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
CLAIRE SORDONI SMITH 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
PATRICIA RASMUSSEN 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
MARIA SORDONI 45 OWEN STREET FORTY FORT, PA 18704	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ANDREW J. SORDONI III  
45 OWEN STREET  
FORTY FORT, PA 18704

TELEPHONE NUMBER

570 283-1211

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN THE FORM OF A LETTER AND SHOULD CONTAIN A SPECIFIC PROPOSAL

ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED AT ANY TIME

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE MADE TO PROMOTE CIVIC, CULTURAL, EDUCATIONAL, HEALTH CARE AND SOCIAL SERVICE PURPOSES, PRIMARILY TO ORGANIZATIONS LOCATED IN NORTHEASTERN PENNSYLVANIA. NO GRANTS OR SCHOLARSHIPS WILL BE MADE TO INDIVIDUALS.

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
100,000	U S Treasury Note 1.750% Due 05-15-22	912828sv3	100.04	100,041.15	98.34	98,343.80	1.1	1,750	2.0
100,000	U S Treasury Note 2.375% Due 08-15-24	912828d56	102.34	102,340.27	101.00	101,000.00	1.2	2,375	2.2
100,000	U S Treasury Note 2.000% Due 08-15-25	912828k74	98.49	98,489.76	97.47	97,468.80	1.1	2,000	2.3
15,000	U S Treasury Note 3.500% Due 02-15-39	912810qa9	95.88	14,382.52	110.44	16,565.63	0.2	525	2.9
25,000	U S Treasury Note 3.875% Due 08-15-40	912810qk7	94.00	23,500.25	116.73	29,183.60	0.3	969	2.9
	Accrued Interest					3,701.38	0.0		
	<b>Total Govt. Notes &amp; Bonds</b>		<b>794,676.34</b>			<b>801,192.31</b>	<b>9.2</b>	<b>14,894</b>	<b>1.7</b>
	<b>Cash &amp; Equivalents</b>								
	Blackrock MM Fund	black		180,639.05		180,639.05	2.1	36	0.0
	Accrued Dividends	divacc		4,299.01		4,299.01	0.0	0	0.0
	<b>Total Cash &amp; Equivalents</b>			<b>184,938.06</b>		<b>184,938.06</b>	<b>2.1</b>	<b>36</b>	<b>0.0</b>
	<b>Certificates of Deposit</b>								
100,000	Vetra Bank CD 0.680% Due 01-04-16	92242eh64	100.00	100,000.00	100.01	100,006.00	1.1	680	0.1
50,000	Goldman Sachs Bank CD 0.900% Due 04-10-17	38148qe4	99.97	49,984.09	99.83	49,915.50	0.6	450	1.0
	Accrued Interest					618.05	0.0		
	<b>Total Certificates of Deposit</b>		<b>149,984.09</b>			<b>150,539.55</b>	<b>1.7</b>	<b>1,130</b>	<b>0.4</b>
	<b>TOTAL PORTFOLIO</b>		<b>6,995,476.46</b>			<b>8,732,908.64</b>	<b>100.0</b>	<b>183,151</b>	<b>2.1</b>

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
<b>Common Stocks</b>									
<b>FINANCE</b>									
1,859	JPMorgan	jpm	42.71	79,397.97	66.03	122,749.77	1.4	3,272	2.7
1,943	Wells Fargo	wfc	27.44	53,316.89	54.36	105,621.48	1.2	2,915	2.8
1,435	US Bancorp	usb	28.85	41,403.78	42.67	61,231.45	0.7	1,464	2.4
1,615	Progressive	pgr	22.08	35,663.98	31.80	51,357.00	0.6	1,108	2.2
370	Berkshire Hathaway Cl B	brk.b	73.13	27,059.26	132.04	48,854.80	0.6	0	0.0
300	Travelers Group	trv	94.59	28,377.13	112.86	33,858.00	0.4	732	2.2
410	Northern Trust Corp	ntrs	47.17	19,341.53	72.09	29,556.90	0.3	590	2.0
630	Principal Financial	pfg	51.14	32,219.57	44.98	28,337.40	0.3	958	3.4
105	Public Storage	psa	202.68	21,281.54	247.70	26,008.50	0.3	0	0.0
510	Lincoln National	lnc	48.68	24,825.35	50.26	25,632.60	0.3	510	2.0
320	Visa	v	39.39	12,605.05	77.55	24,816.00	0.3	154	0.6
690	Invesco	ivz	32.96	22,745.00	33.48	23,101.20	0.3	745	3.2
135	Cigna	ci	93.27	12,591.49	146.33	19,754.55	0.2	17	0.1
170	Aetna	aet	61.59	10,470.43	108.12	18,380.40	0.2	170	0.9
130	Ameriprise Financial	amp	129.67	16,856.83	106.42	13,834.60	0.2	348	2.5
				<b>438,155.80</b>		<b>633,094.65</b>	<b>7.2</b>	<b>12,983</b>	<b>2.1</b>
<b>CONSUMER CYCLICAL</b>									
1,195	Home Depot	hd	44.76	53,483.45	132.25	158,038.75	1.8	2,820	1.8
1,185	Disney	dis	33.43	39,616.47	105.08	124,519.80	1.4	1,683	1.4
685	Omnicom Group	omc	54.76	37,508.97	75.66	51,827.10	0.6	1,096	2.1
665	TIX Companies	tix	17.05	11,339.18	70.91	47,155.15	0.5	559	1.2
240	Constellations Brands Cl A	stz	80.35	19,283.60	142.44	34,185.60	0.4	74	0.2
1,235	Mattel Inc	mat	25.09	30,982.31	27.17	33,554.95	0.4	1,877	5.6
670	Harley-Davidson	hvg	59.45	39,828.78	45.39	30,411.30	0.3	831	2.7
450	Nike Inc Cl B	nke	58.06	26,125.50	62.50	28,125.00	0.3	288	1.0
105	O'Reilly Automotive	orly	244.13	25,634.02	253.42	26,609.10	0.3	0	0.0
370	Foot Locker	fl	48.28	17,862.68	65.09	24,083.30	0.3	222	0.9
240	L Brands	lb	67.89	16,293.12	95.82	22,996.80	0.3	0	0.0
215	Stanley Black & Decker	swk	106.85	22,972.94	106.73	22,946.95	0.3	473	2.1
290	Wyndham Worldwide	wyn	66.21	19,200.12	72.65	21,068.50	0.2	487	2.3
256	AMC Networks	amcx	28.54	7,306.64	74.68	19,118.08	0.2	0	0.0
585	D R Horton	dhr	29.80	17,433.53	32.03	18,737.55	0.2	187	1.0
1,920	Staples	spls	16.10	30,915.75	9.47	18,182.40	0.2	922	5.1
242	Liberty Ventures - Series A	lvnta	20.23	4,895.98	45.11	10,916.62	0.1	0	0.0
				<b>420,683.03</b>		<b>692,476.95</b>	<b>7.9</b>	<b>11,519</b>	<b>1.7</b>

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
<b>CONSUMER NONCYCLICAL</b>									
2,592	Comcast Corp - Class A	cmcs a	23 83	61,771.44	56.43	146,266.56	1.7	2,592	1.8
1,315	CVS Health	cvs	39.00	51,291.57	97.77	128,567.55	1.5	2,236	1.7
870	Kroger	kr	23.08	20,081.74	41.83	36,392.10	0.4	365	1.0
385	Dr Pepper Snapple Group	dps	66.62	25,650.01	93.20	35,882.00	0.4	0	0.0
560	Altria Group	mo	36.98	20,708.76	58.21	32,597.60	0.4	1,266	3.9
335	Cintas Corp	ctas	81.43	27,280.53	91.05	30,501.75	0.3	352	1.2
410	Mondelez	mdlz	42.93	17,601.55	44.84	18,384.40	0.2	279	1.5
658	Discovery Communications A	disc a	30.35	19,969.07	26.68	17,555.44	0.2	0	0.0
205	Liberty Media Corp	lmca	3.27	671.35	39.25	8,046.25	0.1	0	0.0
205	Starz-Liberty Capital	strza	1.50	308.01	33.50	6,867.50	0.1	0	0.0
102	Liberty Broadband C	lbrdk	4.34	442.40	51.86	5,289.72	0.1	0	0.0
51	Liberty Broadband A	lbrda	4.55	231.94	51.65	2,634.15	0.0	0	0.0
				<b>246,008.38</b>		<b>468,985.02</b>	<b>5.4</b>	<b>7,089</b>	<b>1.5</b>
<b>HEALTH CARE</b>									
1,011	Johnson & Johnson	jnj	59.44	60,093.98	102.72	103,849.92	1.2	3,033	2.9
724	Unitedhealth Group	unh	46.48	33,650.42	117.64	85,171.36	1.0	1,448	1.7
2,600	Pfizer	pfe	26.80	69,685.47	32.28	83,928.00	1.0	3,120	3.7
264	Allergan	agn	133.87	35,341.91	312.50	82,500.00	0.9	0	0.0
219	Biogen Idec	bib	139.07	30,455.94	306.35	67,090.65	0.8	0	0.0
230	Amgen	amgn	115.74	26,621.02	162.33	37,335.90	0.4	920	2.5
430	Edwards Lifesciences Com	ew	66.54	28,612.78	78.98	33,961.40	0.4	0	0.0
402	Medtronic	mdt	75.11	30,196.23	76.92	30,921.84	0.4	611	2.0
221	Vertex Pharmaceuticals	VRTX	36.37	8,037.77	125.83	27,808.43	0.3	0	0.0
185	Gilead Sciences	gild	109.26	20,212.36	101.19	18,720.15	0.2	318	1.7
130	Universal Health Services Cl B	uhs	140.84	18,309.67	119.49	15,533.70	0.2	26	0.2
43	ImmunoGen	imgn	10.27	441.57	13.57	583.51	0.0	0	0.0
2	Ionis Pharmaceuticals	ions	9.37	18.74	61.93	123.86	0.0	0	0.0
				<b>361,677.85</b>		<b>587,528.72</b>	<b>6.7</b>	<b>9,476</b>	<b>1.6</b>
<b>TECHNOLOGY</b>									
2,184	TE Connectivity	tel	40.52	88,497.93	64.61	141,108.24	1.6	2,883	2.0
1,299	Apple Computer	aapl	35.73	46,407.51	105.26	136,732.74	1.6	2,702	2.0
1,637	Microsoft	msft	30.21	49,455.42	55.48	90,820.76	1.0	2,357	2.6
3,080	Cisco	cscs	20.95	64,536.20	27.16	83,637.40	1.0	2,587	3.1
1,226	Broadcom Corp	brcm	32.76	40,168.98	57.82	70,887.32	0.8	687	1.0

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
554	L-3 Communications Holdings	lll	75.78	41,980.36	119.51	66,208.54	0.8	1,440	2.2
77	Alphabet Cl C	goog	548.16	42,208.87	758.88	58,434.33	0.7	0	0.0
71	Alphabet Cl A	googl	503.01	35,713.76	778.01	55,238.71	0.6	0	0.0
709	Sandisk Corp	sndk	29.89	21,193.19	75.99	53,876.91	0.6	851	1.6
1,376	Seagate Technology	stx	25.05	34,472.98	36.66	50,444.16	0.6	2,972	5.9
1,705	Liberty Interactive Corp	qvca	16.24	27,684.80	27.32	46,580.60	0.5	0	0.0
- A									
691	Autodesk	adsk	32.58	22,510.34	60.93	42,102.63	0.5	0	0.0
439	Citrix Systems	ctxs	62.54	27,455.36	75.65	33,210.35	0.4	0	0.0
1,117	Cree	cree	31.09	34,723.22	26.67	29,790.39	0.3	0	0.0
430	Western Digital	wdc	65.07	27,979.79	60.05	25,821.50	0.3	0	0.0
1,095	Twitter	twtr	25.16	27,546.54	23.14	25,338.30	0.3	0	0.0
315	LAM Research	lrcx	81.81	25,770.19	79.42	25,017.30	0.3	378	1.5
180	IBM	ibm	183.33	32,999.18	137.62	24,771.60	0.3	936	3.8
440	Texas Instruments	txn	57.12	25,133.41	54.81	24,116.40	0.3	669	2.8
678	Dolby Laboratories	dlb	34.19	23,183.33	33.65	22,814.70	0.3	325	1.4
160	Thermo Fisher Scientific	tmo	132.98	21,277.18	141.85	22,696.00	0.3	0	0.0
1,052	Nuance Communications	nuan	16.42	17,269.53	19.89	20,924.28	0.2	0	0.0
190	Accenture	acn	100.61	19,116.47	104.50	19,855.00	0.2	418	2.1
240	Checkpoint Software	chkp	70.21	16,850.31	81.38	19,531.20	0.2	0	0.0
410	Liberty Media Corp - C	lmck	3.24	1,329.84	38.08	15,612.80	0.2	0	0.0
190	Skyworks Solutions	swks	38.42	7,300.28	76.83	14,597.70	0.2	198	1.4
				<b>822,764.97</b>		<b>1,220,169.86</b>	<b>14.0</b>	<b>19,403</b>	<b>1.6</b>
670	Verizon	vz	52.43	35,125.35	46.22	30,967.40	0.4	1,514	4.9
CAPITAL GOODS									
1,713	General Electric	ge	24.41	41,807.36	31.15	53,359.95	0.6	1,576	3.0
1,050	Fastenal	fast	41.43	43,499.95	40.82	42,861.00	0.5	1,050	2.4
195	Northrop Grumman	noc	167.60	32,682.49	188.81	36,817.95	0.4	624	1.7
1,072	Tyco International PLC	tyc	23.99	25,712.07	31.89	34,186.08	0.4	879	2.6
310	Honeywell	hon	101.68	31,520.27	103.57	32,106.70	0.4	738	2.3
175	General Dynamics	gd	140.49	24,585.32	137.36	24,038.00	0.3	483	2.0
245	Tractor Supply Company	tsc	90.39	22,145.06	85.50	20,947.50	0.2	196	0.9
90	Lockheed Martin	lmt	141.03	12,692.28	217.15	19,543.50	0.2	594	3.0
110	Snap-On	sna	125.02	13,751.85	171.43	18,857.30	0.2	268	1.4
395	Fluor Corp	flr	64.63	25,526.90	47.22	18,651.90	0.2	332	1.8
125	Boeing	ba	69.86	8,732.50	144.59	18,073.75	0.2	545	3.0
535	ADT	adt	31.64	16,927.90	32.98	17,644.30	0.2	449	2.5

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
255	Pentair PLC	pnr	38.64	9,853.34	49.53	12,630.15	0.1	337	2.7
				<b>309,437.29</b>		<b>349,718.08</b>	<b>4.0</b>	<b>8,071</b>	<b>2.3</b>
<b>ENERGY</b>									
783	Exxon Mobil	xom	56.27	44,062.15	77.95	61,034.85	0.7	2,286	3.7
5,434	Weatherford PLC	wft	17.36	94,313.80	8.39	45,591.26	0.5	0	0.0
931	Anadarko Petroleum	apc	44.59	41,510.28	48.58	45,227.98	0.5	670	1.5
450	Schlumberger	slb	86.63	38,983.67	69.75	31,387.50	0.4	900	2.9
380	Total SA-Spon ADR	tot	50.61	19,233.58	44.95	17,081.00	0.2	865	5.1
333	National Oilwell Varco	nov	49.09	16,346.63	33.49	11,152.17	0.1	346	3.1
604	NOW	dnw	27.12	16,378.90	15.82	9,555.28	0.1	0	0.0
				<b>270,829.01</b>		<b>221,030.04</b>	<b>2.5</b>	<b>5,068</b>	<b>2.3</b>
<b>BASIC MATERIALS</b>									
470	Dow Chemical	dow	51.61	24,254.69	51.48	24,195.60	0.3	865	3.6
345	Celanese Ser A	ce	68.45	23,615.81	67.33	23,228.85	0.3	345	1.5
220	PPG Industries	ppg	117.93	25,945.41	98.82	21,740.40	0.2	317	1.5
2,468	Freepport-McMoran	fcx	15.99	39,453.31	6.77	16,708.36	0.2	494	3.0
365	Nucor	nue	44.28	16,162.50	40.30	14,709.50	0.2	548	3.7
				<b>129,431.72</b>		<b>100,582.71</b>	<b>1.2</b>	<b>2,568</b>	<b>2.6</b>
<b>UTILITIES</b>									
592	WEC Energy Group	wec	19.75	11,694.83	51.31	30,375.52	0.3	1,075	3.5
295	American Elec Power	aep	58.39	17,224.67	58.27	17,189.65	0.2	661	3.8
				<b>28,919.50</b>		<b>47,565.17</b>	<b>0.5</b>	<b>1,736</b>	<b>3.6</b>
<b>TRANSPORTATION</b>									
700	Expeditors Intl	expd	37.30	26,112.05	45.10	31,570.00	0.4	504	1.6
395	Union Pacific	unp	93.55	36,952.72	78.20	30,889.00	0.4	869	2.8
230	Alaska Air Group	alk	77.80	17,893.16	80.51	18,517.30	0.2	0	0.0
				<b>80,957.93</b>		<b>80,976.30</b>	<b>0.9</b>	<b>1,373</b>	<b>1.7</b>
<b>EXCHANGE TRADED FUNDS</b>									
17,175	Vanguard FTSE Europe	vgk	55.46	952,494.37	49.88	856,689.00	9.8	27,858	3.3
	<b>Total Common Stocks</b>			<b>4,096,485.19</b>		<b>5,289,783.90</b>	<b>60.6</b>	<b>108,657</b>	<b>2.1</b>
<b>Mutual Funds</b>									
6,234	Vanguard Mid Cap Index	vima x	94.83	591,182.08	148.72	927,090.78	10.6	13,590	1.5
11,231	Vanguard Small Cap Index Fund	vsma x	36.09	405,290.48	53.05	595,780.39	6.8	8,805	1.5
	<b>Total Mutual Funds</b>			<b>996,472.56</b>		<b>1,522,871.17</b>	<b>17.4</b>	<b>22,394</b>	<b>1.5</b>

BERKSHIRE ASSET MANAGEMENT, LLC  
**PORTFOLIO APPRAISAL**  
**Andrew J. Sordoni Foundation Combined Accounts**  
 December 31, 2015

Quantity	Security	Security Symbol	Unit Cost	Tax Cost	Price	Market Value	% of Assets	Annual Income	Yield
<b>Bond Funds</b>									
16,279	Vanguard ST Investment Grade	vfsu.x	10.74	174,835.99	10.56	171,905.78	2.0	3,769	2.2
16,127	Vanguard Corp Fund	vfd x	8.68	139,986.40	9.64	155,468.77	1.8	4,812	3.1
	<b>Total Bond Funds</b>			<b>314,822.39</b>		<b>327,374.54</b>	<b>3.7</b>	<b>8,580</b>	<b>2.6</b>
<b>Corporate Bonds</b>									
75,000	Goldman Sachs Cap II 4.000% Due 06-01-43	381427aa1	71.63	53,723.86	70.50	52,875.00	0.6	3,000	6.3
100,000	Wachovia Cap Trust III 5.570% Due 03-29-49	92978aaa0	98.38	98,378.32	95.75	95,750.00	1.1	5,570	5.9
100,000	JPMorgan Chase cl 04/30/18 @ 100	46625hha1	103.94	103,936.74	101.63	101,625.00	1.2	7,900	7.1
100,000	7.900% Due 04-30-49 Bank of America cl 1/30/18 @ 100	060505dr2	105.55	105,545.89	101.75	101,750.00	1.2	8,000	7.1
	8.000% Due 12-29-49 Accrued Interest					6,623.43	0.1		
	<b>Total Corporate Bonds</b>			<b>361,584.81</b>		<b>358,623.43</b>	<b>4.1</b>	<b>24,470</b>	<b>6.6</b>
<b>Taxable Municipal Bonds</b>									
45,000	NYC Transitional Fin Auth Rev 3.500% Due 02-01-16	64971mn40	100.22	45,098.54	100.26	45,116.55	0.5	1,575	0.4
50,000	PA State Turnpike Commission 2.829% Due 12-01-22	70922paj1	102.83	51,414.48	103.39	51,695.00	0.6	1,415	2.3
	Accrued Interest					774.13	0.0		
	<b>Total Taxable Municipal Bonds</b>			<b>96,513.02</b>		<b>97,585.68</b>	<b>1.1</b>	<b>2,990</b>	<b>1.4</b>
<b>Govt. Notes &amp; Bonds</b>									
60,000	FHLMC cl 01/30/14 @ 100	3134g34w7	99.90	59,938.36	100.15	60,090.84	0.7	750	1.2
190,000	1.250% Due 01-30-18 Freddie Mac cl 10/29/19 @ 100	3134g72k6	99.81	189,634.85	99.10	188,296.27	2.2	1,900	1.2
100,000	1.000% Due 10-29-19 U S Treasury Note 3.375% Due 11-15-19	912828ly4	106.35	106,349.18	106.78	106,781.30	1.2	3,375	1.6
100,000	FHLB cl 11/27/15 @ 100	3130a5c56	100.00	100,000.00	99.76	99,760.70	1.1	1,250	1.3
	1.250% Due 05-27-20								

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
**Andrew J. Sordoni Foundation Combined Accounts**  
**From 01-01-15 Through 12-31-15**

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
09-30-2014	01-23-2015	100	Discover Financial Services	6,447.23		5,671.74	-775.49	
07-27-2012	01-23-2015	70	Discover Financial Services	2,513.70		3,970.22		1,456.52
07-26-2012	01-23-2015	440	Discover Financial Services	15,562.80		24,955.87		9,393.07
07-02-2013	01-23-2015	283	Regions Financial	2,798.05		2,541.71		-256.34
07-02-2013	01-23-2015	577	Regions Financial	5,673.76		5,182.21		-491.55
07-01-2013	01-23-2015	248	Regions Financial	2,424.82		2,227.36		-197.46
07-01-2013	01-23-2015	901	Regions Financial	8,809.53		8,161.35		-648.18
07-01-2013	01-23-2015	171	Regions Financial	1,671.95		1,545.50		-126.45
03-16-2007	01-27-2015	421	Covidien	15,081.75		45,046.97		29,965.22
03-16-2007	01-28-2015	214	Directv	4,376.30		18,273.95		13,897.65
03-27-2008	01-28-2015	160	Directv	3,246.40		13,662.77		10,416.37
03-31-2008	01-28-2015	5	Directv	101.35		426.96		325.61
09-11-2014	02-02-2015	70	United Rentals	8,098.96		5,875.48	-2,223.48	
09-12-2014	02-02-2015	160	United Rentals	18,597.62		13,429.67	-5,167.95	
09-21-2012	02-02-2015	295	General Electric	6,678.80		7,084.42		405.62
09-21-2012	02-02-2015	360	General Electric	8,150.40		8,645.39		494.99
09-21-2012	02-02-2015	295	General Electric	6,678.80		7,084.41		405.61
10-19-2012	02-02-2015	175	General Electric	3,879.75		4,202.62		322.87
02-17-2011	02-02-2015	165	General Electric	3,554.10		3,962.47		408.37
05-12-2010	02-02-2015	10	General Electric	184.50		240.15		55.65
01-27-2015	02-04-2015	0	Medtronic	35.75		35.34	-0.41	
07-18-2014	02-06-2015	90	Gilead Sciences	7,992.25		8,829.59	837.34	
05-13-2014	02-06-2015	265	Gilead Sciences	21,310.85		25,998.23	4,687.38	
05-13-2014	02-06-2015	145	Gilead Sciences	11,660.65		14,472.83	2,812.18	
10-31-2013	02-12-2015	25,000	U S Treasury Note 1.000% Due 10-31-16	25,300.78	-128.05	25,196.29		23.56
11-08-2013	02-12-2015	15,000	U S Treasury Note 1.000% Due 10-31-16	15,170.00	-71.65	15,117.77		19.42
05-27-2009	02-12-2015	149	Allergan	6,564.94		33,800.09		27,235.15
06-03-2011	02-17-2015	9	American Express	444.96		709.57		264.61
06-03-2011	02-17-2015	1	American Express	49.44		78.84		29.40
02-17-2011	02-17-2015	85	American Express	3,915.95		6,701.53		2,785.58
11-18-2009	02-17-2015	278	American Express	11,525.88		21,917.95		10,392.07
01-07-2010	02-17-2015	13	American Express	538.72		1,024.94		486.22
07-30-2012	02-19-2015	53	Boeing	3,960.16		8,147.62		4,187.46
07-30-2012	02-19-2015	17	Boeing	1,270.24		2,613.39		1,343.15
11-25-2013	02-19-2015	40	Lockheed Martin	5,669.49		8,045.56		2,376.07
06-05-2014	02-19-2015	224	Southwest Airlines	6,120.80		9,829.92	3,709.12	
06-05-2014	02-19-2015	66	Southwest Airlines	1,802.02		2,896.32	1,094.30	
09-19-2014	02-27-2015	19	LyondellBasell	2,170.32		1,646.13	-524.19	
09-19-2014	02-27-2015	41	LyondellBasell	4,683.31		3,542.89	-1,140.42	
09-22-2014	02-27-2015	54	LyondellBasell	6,116.41		4,666.24	-1,450.17	
09-22-2014	02-27-2015	126	LyondellBasell	14,247.36		10,887.90	-3,359.46	
06-04-2014	02-27-2015	130	Eastman Chemical	11,725.80		9,718.53	-2,007.27	
06-04-2014	03-02-2015	8	Eastman Chemical	721.59		598.78	-122.81	
06-03-2014	03-02-2015	132	Eastman Chemical	11,838.82		9,879.87	-1,958.95	
11-19-2009	03-11-2015	299	Jacobs Engineering Group	11,089.91		12,841.72		1,751.81
01-19-2012	03-11-2015	63	Jacobs Engineering Group	2,879.73		2,705.78		-173.95
06-14-2010	03-11-2015	366	Wal-Mart	18,838.02		29,582.28		10,744.26
01-19-2012	03-11-2015	49	Wal-Mart	2,964.99		3,960.47		995.48
03-12-2012	03-12-2015	1	Class Action Proceeds	0.00		3.83		3.83
03-16-2007	03-17-2015	159	Actavis PLC	24,350.34		48,688.08		24,337.74
03-16-2007	03-17-2015	556	Seagate Technology	13,594.20		29,996.64		16,402.44
03-16-2007	03-17-2015	366	TE Connectivity	13,084.50		26,396.75		13,312.25
03-16-2007	03-17-2015	425	Autodesk	15,865.25		26,132.00		10,266.75
03-16-2007	03-17-2015	145	Biogen Idec	6,322.00		60,846.68		54,524.68
03-16-2007	03-17-2015	133	Comcast Corp Special Cl A	3,360.91		7,844.18		4,483.27
03-16-2007	03-17-2015	360	Sandisk Corp	14,598.00		29,897.44		15,299.44
07-09-2008	03-17-2015	106	Sandisk Corp	1,850.76		8,803.14		6,952.38
03-16-2007	03-17-2015	383	Unitedhealth Group	20,291.34		44,873.14		24,581.80

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
**Andrew J. Sordoni Foundation Combined Accounts**  
**From 01-01-15 Through 12-31-15**

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
11-17-2008	03-17-2015	20	Vertex Pharmaceuticals	539.20		2,568.20		2,029.00
11-13-2008	03-17-2015	8	Vertex Pharmaceuticals	213.04		1,027.28		814.24
11-12-2008	03-17-2015	11	Vertex Pharmaceuticals	294.03		1,412.51		1,118.48
11-11-2008	03-17-2015	1	Vertex Pharmaceuticals	26.96		128.41		101.45
01-20-2012	03-17-2015	282	Vertex Pharmaceuticals	10,256.34		36,211.63		25,955.29
08-10-2011	03-17-2015	10	Vertex Pharmaceuticals	428.40		1,284.10		855.70
06-09-2011	03-17-2015	25	Vertex Pharmaceuticals	1,219.00		3,210.25		1,991.25
08-05-2013	03-17-2015	156	Allergan	14,387.27		37,775.66		23,388.39
01-19-2012	03-17-2015	37	Allergan	3,235.65		8,959.46		5,723.81
05-27-2009	03-17-2015	73	Allergan	3,216.38		17,676.78		14,460.40
02-14-2007	03-17-2015	41	TE Connectivity	1,514.13		2,952.76		1,438.63
10-30-2007	03-17-2015	48	TE Connectivity	1,664.16		3,456.90		1,792.74
04-25-2013	03-17-2015	57	Apple Computer	3,335.52		7,234.87		3,899.35
02-14-2007	03-17-2015	35	Berkshire Hathaway Cl B	2,525.60		5,056.00		2,530.40
02-14-2007	03-17-2015	105	CVS Health	3,412.48		10,851.55		7,439.07
02-14-2007	03-17-2015	150	Cisco	4,141.50		4,224.67		83.17
02-14-2007	03-17-2015	85	Disney	2,919.85		9,087.18		6,167.33
03-20-2013	03-17-2015	65	Expeditors Intl	2,396.32		3,162.19		765.87
05-24-2010	03-17-2015	44	Exxon Mobil	2,674.76		3,713.97		1,039.21
02-12-2015	03-17-2015	100	Fastenal	4,184.99		4,203.92	18.93	
02-14-2007	03-17-2015	95	General Electric	3,452.30		2,390.15		-1,062.15
02-14-2007	03-17-2015	70	Harley-Davidson	4,803.40		4,164.92		-638.48
02-14-2007	03-17-2015	90	Home Depot	3,750.30		10,426.30		6,676.00
08-29-2013	03-17-2015	20	IBM	3,666.58		3,133.14		-533.44
02-14-2007	03-17-2015	105	JPMorgan	5,414.85		6,436.38		1,021.53
02-14-2007	03-17-2015	64	Johnson & Johnson	4,216.32		6,389.64		2,173.32
02-14-2007	03-17-2015	120	Mattel Inc.	3,200.40		2,923.14		-277.26
02-14-2007	03-17-2015	114	Microsoft	3,368.70		4,739.46		1,370.76
10-14-2010	03-17-2015	40	Northern Trust Corp	1,972.80		2,863.94		891.14
02-14-2007	03-17-2015	70	Omnicom Group	3,569.30		5,413.00		1,843.70
10-16-2009	03-17-2015	144	Pfizer	2,522.88		4,916.78		2,393.90
04-05-2007	03-17-2015	160	Progressive	3,528.00		4,303.92		775.92
04-05-2012	03-17-2015	190	Staples	3,068.50		3,041.84		-26.66
02-14-2007	03-17-2015	66	TJX Companies	948.42		4,511.01		3,562.59
02-14-2007	03-17-2015	139	US Bancorp	5,049.87		6,224.11		1,174.24
05-26-2011	03-17-2015	117	Wells Fargo	3,223.35		6,519.11		3,295.76
09-12-2014	03-17-2015	310	Invesco	12,639.04		12,711.32	72.28	
05-09-2013	03-17-2015	100	Invesco	3,300.77		4,100.42		799.65
12-12-2014	03-17-2015	34	Ace Ltd	3,872.97		3,857.18	-15.79	
12-12-2014	03-17-2015	26	Ace Ltd	2,960.83		2,949.61	-11.22	
04-10-2014	03-17-2015	70	Ace Ltd	6,941.43		7,941.27	999.84	
06-25-2014	03-17-2015	200	TE Connectivity	12,193.86		14,414.73	2,220.87	
01-29-2014	03-17-2015	50	TE Connectivity	2,842.93		3,603.68		760.75
08-29-2014	03-17-2015	140	Checkpoint Software	9,899.26		11,681.67	1,782.41	
12-02-2013	03-17-2015	71	NXP Semiconductors	3,040.98		7,360.79		4,319.81
12-02-2013	03-17-2015	149	NXP Semiconductors	6,355.83		15,447.29		9,091.46
08-14-2014	03-17-2015	88	Royal Caribbean Cruise	5,492.05		6,789.51	1,297.46	
08-13-2014	03-17-2015	92	Royal Caribbean Cruise	5,676.28		7,098.13	1,421.85	
05-30-2013	03-17-2015	230	Aetna	14,389.68		24,224.60		9,834.92
10-14-2014	03-17-2015	220	Allstate	13,587.97		15,400.81	1,812.84	
05-13-2013	03-17-2015	330	Altria Group	12,204.52		17,016.13		4,811.61
01-26-2015	03-17-2015	30	Ameriprise Financial	3,913.68		4,045.58	131.90	
01-23-2015	03-17-2015	50	Ameriprise Financial	6,483.39		6,742.62	259.23	
08-07-2014	03-17-2015	80	Amgen	10,103.88		13,039.36	2,935.48	
01-17-2014	03-17-2015	60	Amgen	7,145.30		9,779.52		2,634.22
11-26-2013	03-17-2015	140	Apple Computer	10,699.03		17,792.03		7,093.00
10-21-2013	03-17-2015	140	Apple Computer	10,440.58		17,792.04		7,351.46
10-09-2013	03-17-2015	170	Apple Computer	11,785.26		21,604.61		9,819.35
03-13-2013	03-17-2015	80	Becton Dickinson	7,257.42		11,332.19		4,074.77
02-06-2015	03-17-2015	70	Berkshire Hathaway Cl B	10,543.48		10,136.86	-406.62	

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
**Andrew J. Sordoni Foundation Combined Accounts**  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
01-23-2015	03-17-2015	20	Berkshire Hathaway Cl B	2,988.78		2,896.25	-92.53	
07-30-2012	03-17-2015	17	Boeing	1,277.72		2,628.75		1,351.03
07-30-2012	03-17-2015	38	Boeing	2,839.36		5,876.02		3,036.66
09-21-2012	03-17-2015	25	Boeing	1,746.50		3,865.80		2,119.30
07-18-2014	03-17-2015	130	Cigna	12,507.85		16,244.54	3,736.69	
07-14-2014	03-17-2015	60	Cigna	5,687.18		7,497.48	1,810.30	
02-21-2013	03-17-2015	210	CVS Health	10,891.76		21,660.26		10,768.51
06-25-2014	03-17-2015	252	Cisco	6,237.43		7,088.88	851.45	
06-05-2014	03-17-2015	380	Cisco	9,378.78		10,689.59	1,310.81	
06-25-2014	03-17-2015	128	Cisco	3,151.71		3,600.70	448.99	
02-03-2015	03-17-2015	120	Cintas Corp	9,691.92		10,231.42	539.50	
07-22-2014	03-17-2015	10	Comcast Corp - Class A	547.44		591.29	43.85	
07-22-2014	03-17-2015	180	Comcast Corp - Class A	9,853.83		10,643.20	789.37	
07-22-2014	03-17-2015	10	Comcast Corp - Class A	547.44		591.29	43.85	
10-12-2011	03-17-2015	160	Comcast Corp - Class A	3,790.40		9,460.62		5,670.22
08-12-2014	03-17-2015	90	ConocoPhillips	7,236.90		5,583.04	-1,653.86	
05-22-2014	03-17-2015	100	ConocoPhillips	7,861.14		6,203.39	-1,657.75	
08-27-2013	03-17-2015	40	ConocoPhillips	2,651.34		2,481.35		-169.99
07-22-2014	03-17-2015	100	Constellations Brands Cl A	8,766.50		11,547.28	2,780.78	
05-16-2014	03-17-2015	90	Constellations Brands Cl A	7,397.06		10,392.56	2,995.51	
07-25-2013	03-17-2015	250	Delta	5,332.12		11,657.28		6,325.16
02-20-2014	03-17-2015	240	Disney	19,006.06		25,688.81		6,682.75
02-07-2014	03-17-2015	30	Disney	2,267.42		3,211.10		943.69
10-14-2014	03-17-2015	190	Dr Pepper Snapple Group	12,227.05		14,389.38	2,162.33	
07-25-2013	03-17-2015	260	EOG Resources Inc.	19,082.55		22,596.68		3,514.13
02-06-2015	03-17-2015	110	Edwards Lifesciences Com	14,762.74		16,293.45	1,530.71	
11-17-2014	03-17-2015	180	Exxon Mobil	17,103.71		15,137.00	-1,966.71	
11-17-2014	03-17-2015	30	Exxon Mobil	2,845.19		2,522.83	-322.36	
04-02-2014	03-17-2015	220	Foot Locker	10,569.13		13,456.05	2,886.92	
05-12-2010	03-17-2015	210	General Electric	3,874.50		5,315.00		1,440.50
01-26-2010	03-17-2015	230	General Electric	3,818.00		5,821.19		2,003.19
10-21-2013	03-17-2015	10	Alphabet Cl A	5,007.67		5,584.55		576.88
07-01-2013	03-17-2015	10	Alphabet Cl A	4,436.22		5,584.54		1,148.32
08-07-2014	03-17-2015	210	HCA	14,196.92		15,362.26	1,165.34	
07-18-2014	03-17-2015	30	HCA	1,866.29		2,194.61	328.32	
03-14-2014	03-17-2015	400	Hanes Brand	7,467.22		13,579.80		6,112.58
03-13-2014	03-17-2015	150	Hanes Brand	2,767.54		5,092.42		2,324.88
01-09-2012	03-17-2015	140	Home Depot	6,048.00		16,199.80		10,151.80
02-02-2015	03-17-2015	100	Honeywell	9,876.18		10,225.31	349.13	
09-30-2014	03-17-2015	190	JPMorgan	11,474.50		11,690.26	215.76	
05-02-2012	03-17-2015	75	JPMorgan	3,240.00		4,614.57		1,374.57
12-31-1999	03-17-2015	155	JPMorgan	6,296.10		9,536.79		3,240.69
05-16-2011	03-17-2015	50	Johnson & Johnson	3,324.50		4,998.16		1,673.66
05-16-2011	03-17-2015	75	Johnson & Johnson	4,986.75		7,497.23		2,510.48
01-07-2010	03-17-2015	11	Johnson & Johnson	702.68		1,099.59		396.91
08-19-2011	03-17-2015	60	Johnson & Johnson	3,810.00		5,997.79		2,187.79
02-17-2011	03-17-2015	14	Johnson & Johnson	851.62		1,399.49		547.87
05-06-2014	03-17-2015	340	Kroger	15,782.63		25,858.22	10,075.59	
09-25-2014	03-17-2015	150	L Brands	10,183.20		13,719.49	3,536.29	
09-12-2014	03-17-2015	240	Lincoln National	13,151.04		14,003.69	852.65	
12-17-2013	03-17-2015	10	Lincoln National	505.70		583.49		77.79
11-25-2013	03-17-2015	60	Lockheed Martin	8,504.24		12,052.87		3,548.63
12-31-2013	03-17-2015	104	Magna Intl Inc Cl A	8,531.11		10,949.05		2,417.94
12-30-2013	03-17-2015	26	Magna Intl Inc Cl A	2,111.75		2,737.26		625.51
01-03-2014	03-17-2015	30	Magna Intl Inc Cl A	2,428.88		3,158.38		729.50
12-17-2013	03-17-2015	30	McKesson	4,753.73		6,850.82		2,097.09
10-29-2013	03-17-2015	60	McKesson	9,307.69		13,701.65		4,393.96
12-31-1999	03-17-2015	220	Microsoft	5,469.20		9,178.23		3,709.03
09-30-2014	03-17-2015	280	Micron Technology	9,639.73		7,721.86	-1,917.87	
02-20-2015	03-17-2015	70	Northrop Grumman	11,998.61		11,279.94	-718.67	

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-02-2015	03-17-2015	50	PPG Industries	11,850 52		11,359 09	-491 43	
02-27-2015	03-17-2015	10	PPG Industries	2,358 67		2,271.82	-86.85	
03-21-2014	03-17-2015	170	Packaging Corp of America	12,261 93		13,232 02	970.09	
03-20-2014	03-17-2015	40	Packaging Corp of America	2,870 86		3,113.42	242.56	
05-02-2012	03-17-2015	90	Polaris Industries	7,439 40		13,296.80		5,857.40
08-12-2014	03-17-2015	190	Principal Financial	9,634 41		9,698 80	64.39	
08-06-2014	03-17-2015	110	Principal Financial	5,536 64		5,615 10	78 46	
01-29-2013	03-17-2015	30	Procter & Gamble	2,250.98		2,484.10		233 12
11-29-2012	03-17-2015	55	Procter & Gamble	3,829 10		4,554.19		725 09
11-14-2012	03-17-2015	90	Procter & Gamble	5,988.60		7,452 31		1,463 71
02-02-2010	03-17-2015	3	Procter & Gamble	188 49		248 41		59 92
11-18-2009	03-17-2015	32	Procter & Gamble	1,992 32		2,649 71		657.39
02-15-2011	03-17-2015	25	Qualcomm	1,466 00		1,747 97		281 97
06-03-2011	03-17-2015	65	Qualcomm	3,730 35		4,544 71		814 36
01-09-2012	03-17-2015	65	Qualcomm	3,627 65		4,544 71		917 06
01-14-2011	03-17-2015	25	Qualcomm	1,300 00		1,747 97		447 97
02-20-2014	03-17-2015	150	St. Jude Medical	10,174.98		9,826 06		-348 92
03-31-2014	03-17-2015	120	Schlumberger	11,719.56		9,655 62	-2,063.94	
10-28-2013	03-17-2015	90	Schlumberger	8,366 19		7,241 71		-1,124 48
03-20-2014	03-17-2015	320	Skyworks Solutions	12,506 50		31,085.82	18,579 32	
12-12-2014	03-17-2015	100	Snap-On	13,315.67		14,390 07	1,074 40	
09-12-2014	03-17-2015	20	Snap-On	2,509.03		2,878 01	368 98	
06-05-2014	03-17-2015	224	Southwest Airlines	6,120 80		10,332 92	4,212 12	
06-05-2014	03-17-2015	36	Southwest Airlines	983 70		1,660 65	676 95	
05-01-2014	03-17-2015	140	Travelers Group	12,704 62		15,227 80	2,523.18	
03-30-2010	03-17-2015	120	Union Pacific	4,422 00		13,970.49		9,548 49
05-15-2013	03-17-2015	260	Verizon	13,903 47		12,738 46		-1,165 01
02-08-2013	03-17-2015	40	Visa	6,302 53		10,582 40		4,279 87
02-18-2015	03-17-2015	250	Voya Financial	10,904 85		11,089 04	184 19	
02-17-2011	03-17-2015	40	Wells Fargo	1,322 00		2,232 59		910 59
01-23-2012	03-17-2015	320	Wells Fargo	9,862 40		17,860 75		7,998 35
01-07-2010	03-17-2015	29	Wells Fargo	837 81		1,618 63		780 82
08-13-2009	03-17-2015	71	Wells Fargo	1,967 41		3,962 86		1,995 45
02-17-2011	03-17-2015	140	WEC Energy Group	4,120 20		6,808 77		2,688 57
01-07-2010	03-17-2015	29	WEC Energy Group	719 49		1,410 39		690 90
02-26-2009	03-17-2015	181	WEC Energy Group	3,734 03		8,802 77		5,068 74
01-17-2014	03-17-2015	100	Wyndham Worldwide	7,438 35		9,001 33		1,562 98
03-19-2013	03-17-2015	90	Wyndham Worldwide	5,628 83		8,101 20		2,472 37
12-17-2013	03-17-2015	50	Lincoln National	2,528 48		2,917 43		388 95
12-17-2013	03-17-2015	10	Lincoln National	502 69		583 49		80 81
12-24-2013	03-17-2015	72	Vanguard Mid Cap Index	9,687 96		11,406 12		1,718 16
03-20-2013	03-17-2015	1	Vanguard Mid Cap Index	156 22		218 91		62 69
12-26-2012	03-17-2015	85	Vanguard Mid Cap Index	8,685 37		13,491 27		4,805 90
04-12-2011	03-17-2015	14	Vanguard Mid Cap Index	1,364 76		2,183 70		818 94
01-09-2013	03-17-2015	25	Vanguard High Yield-ADM	154 22		150 21		-4 01
12-31-2012	03-17-2015	317	Vanguard High Yield-ADM	1,935 62		1,894 45		-41 17
11-30-2012	03-17-2015	309	Vanguard High Yield-ADM	1,872 01		1,847 30		-24 71
10-31-2012	03-17-2015	317	Vanguard High Yield-ADM	1,919 63		1,897 42		-22 21
09-30-2012	03-17-2015	305	Vanguard High Yield-ADM	1,838 10		1,825 89		-12 21
09-05-2012	03-17-2015	1,503	Vanguard High Yield-ADM	9,000 00		8,984 97		-15 03
08-31-2012	03-17-2015	311	Vanguard High Yield-ADM	1,862 27		1,862 27		0 00
07-31-2012	03-17-2015	316	Vanguard High Yield-ADM	1,882 30		1,888 62		6 32
04-30-2012	03-17-2015	308	Vanguard High Yield-ADM	1,809 28		1,843 19		33 91
06-30-2012	03-17-2015	306	Vanguard High Yield-ADM	1,796 81		1,830 48		33 67
03-31-2012	03-17-2015	326	Vanguard High Yield-ADM	1,906 39		1,952 09		45 70
04-30-2008	03-17-2015	2,409	Vanguard High Yield-ADM	14,017 92		14,403.30		385 38
05-05-2008	03-17-2015	197	Vanguard High Yield-ADM	1,145 35		1,176 85		31 50
01-31-2012	03-17-2015	327	Vanguard High Yield-ADM	1,901 03		1,953 30		52 27
03-31-2011	03-17-2015	327	Vanguard High Yield-ADM	1,897 00		1,955 87		58 87
10-31-2010	03-17-2015	368	Vanguard High Yield-ADM	2,127 99		2,197 83		69 84

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
01-31-2010	03-17-2015	364	Vanguard High Yield-ADM	2,106 58		2,179 47		72 89
05-31-2012	03-17-2015	325	Vanguard High Yield-ADM	1,876 32		1,941 25		64 93
05-30-2008	03-17-2015	316	Vanguard High Yield-ADM	1,824 44		1,890 84		66.40
06-30-2011	03-17-2015	308	Vanguard High Yield-ADM	1,776 88		1,841 55		64 67
01-17-2012	03-17-2015	4,362	Vanguard High Yield-ADM	25,000 00		26,084 57		1,084 57
04-14-2008	03-17-2015	8,741	Vanguard High Yield-ADM	50,000.00		52,272 73		2,272.73
10-31-2011	03-17-2015	321	Vanguard High Yield-ADM	1,838.76		1,922 34		83 58
02-15-2008	03-17-2015	17,544	Vanguard High Yield-ADM	100,000 00		104,912 28		4,912 28
02-29-2008	03-17-2015	42	Vanguard High Yield-ADM	237 09		248 74		11 65
09-30-2010	03-17-2015	357	Vanguard High Yield-ADM	2,035.15		2,135 12		99.97
12-31-2010	03-17-2015	371	Vanguard High Yield-ADM	2,115.56		2,191 48		103 92
12-31-2011	03-17-2015	320	Vanguard High Yield-ADM	1,819.04		1,911 75		92 71
11-30-2010	03-17-2015	362	Vanguard High Yield-ADM	2,049.12		2,164 98		115 86
03-31-2008	03-17-2015	153	Vanguard High Yield-ADM	862.90		913 30		50 40
03-13-2008	03-17-2015	8,897	Vanguard High Yield-ADM	50,000 00		53,202 84		3,202 84
04-30-2010	03-17-2015	368	Vanguard High Yield-ADM	2,070.17		2,202 79		132.62
07-31-2010	03-17-2015	381	Vanguard High Yield-ADM	2,134 95		2,279.82		144.87
08-31-2011	03-17-2015	325	Vanguard High Yield-ADM	1,822 67		1,946.35		123 68
08-31-2010	03-17-2015	380	Vanguard High Yield-ADM	2,119 27		2,271 19		151.92
11-30-2011	03-17-2015	317	Vanguard High Yield-ADM	1,764.30		1,894 18		129.88
06-30-2008	03-17-2015	322	Vanguard High Yield-ADM	1,790 18		1,925 40		135 22
03-31-2010	03-17-2015	383	Vanguard High Yield-ADM	2,127 49		2,288 19		160 70
01-31-2010	03-17-2015	368	Vanguard High Yield-ADM	2,018.93		2,203 14		184 21
12-31-2009	03-17-2015	391	Vanguard High Yield-ADM	2,136 74		2,335 96		199.22
07-31-2008	03-17-2015	337	Vanguard High Yield-ADM	1,837 74		2,012 77		175 03
08-29-2008	03-17-2015	336	Vanguard High Yield-ADM	1,834.03		2,008.70		174 67
09-30-2011	03-17-2015	324	Vanguard High Yield-ADM	1,769 39		1,937 90		168 51
02-28-2010	03-17-2015	343	Vanguard High Yield-ADM	1,867 25		2,048 84		181 59
06-30-2010	03-17-2015	381	Vanguard High Yield-ADM	2,076 24		2,278 15		201 91
05-31-2010	03-17-2015	405	Vanguard High Yield-ADM	2,185.27		2,424 48		239.21
10-31-2009	03-17-2015	364	Vanguard High Yield-ADM	1,948 73		2,174 14		225 41
11-30-2009	03-17-2015	365	Vanguard High Yield-ADM	1,956 48		2,182 79		226 31
09-30-2009	03-17-2015	353	Vanguard High Yield-ADM	1,873 61		2,110 01		236 40
07-31-2009	03-17-2015	359	Vanguard High Yield-ADM	1,850 04		2,148 23		298 19
08-31-2009	03-17-2015	374	Vanguard High Yield-ADM	1,916 53		2,234 09		317 56
09-30-2008	03-17-2015	349	Vanguard High Yield-ADM	1,776 06		2,086 61		310 55
06-30-2009	03-17-2015	357	Vanguard High Yield-ADM	1,751 50		2,137 54		386 04
05-29-2009	03-17-2015	374	Vanguard High Yield-ADM	1,813 51		2,236 04		422.53
04-30-2009	03-17-2015	367	Vanguard High Yield-ADM	1,718 99		2,196.50		477 51
01-30-2009	03-17-2015	392	Vanguard High Yield-ADM	1,754.92		2,342 50		587 58
03-31-2009	03-17-2015	417	Vanguard High Yield-ADM	1,816 50		2,491 72		675 22
02-27-2009	03-17-2015	370	Vanguard High Yield-ADM	1,597 14		2,210 86		613 72
10-31-2008	03-17-2015	433	Vanguard High Yield-ADM	1,848 33		2,588 54		740 21
12-31-2008	03-17-2015	433	Vanguard High Yield-ADM	1,847 18		2,586 92		739 74
11-28-2008	03-17-2015	444	Vanguard High Yield-ADM	1,762 45		2,654 78		892 33
03-17-2015	03-19-2015	60	MMM	9,852 90		9,955 31	102.41	
03-23-2015	03-23-2015	1	Class Action Proceeds	0 00		17 99	17 99	
03-23-2015	03-23-2015	1	Class Action Proceeds	0 00		206 42	206 42	
03-17-2015	03-24-2015	1	Actavis PLC	296 51		299 62	3 11	
12-02-2013	03-26-2015	30	NXP Semiconductors	1,279 70		2,937 47		1,657 77
11-26-2013	03-26-2015	70	NXP Semiconductors	2,982 25		6,854 09		3,871 84
03-20-2014	03-26-2015	3	Skyworks Solutions	117 25		274 67		157 42
03-20-2014	03-26-2015	27	Skyworks Solutions	1,055 24		2,492 42		1,437 18
03-21-2014	03-26-2015	60	Skyworks Solutions	2,323 55		5,538 70		3,215 15
03-21-2014	03-26-2015	10	Skyworks Solutions	384 23		923 12		538 89
09-30-2014	03-27-2015	243	Micron Technology	8,365 91		6,355 91	-2,010 00	
09-30-2014	03-27-2015	237	Micron Technology	8,159 34		6,258 37	-1,900 97	
02-14-2007	03-31-2015	95	CVS Health	3,087 48		9,853 70		6,766 22
02-28-2007	04-06-2015	410	iShares MSCE EAFE Index Fund	30,434 30		26,876 24		-3,558 06

**BERKSHIRE ASSET MANAGEMENT, LLC**  
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Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
03-13-2007	04-06-2015	1,825	iShares MSCE EAFE Index Fund	135,102.19		119,632.06		-15,470.13
03-05-2007	04-06-2015	1,625	iShares MSCE EAFE Index Fund	117,037.05		106,521.70		-10,515.35
08-30-2012	04-06-2015	240	iShares MSCE EAFE Index Fund	12,326.40		15,732.43		3,406.03
01-18-2012	04-06-2015	975	iShares MSCE EAFE Index Fund	49,530.00		63,913.02		14,383.02
12-22-2008	04-06-2015	950	iShares MSCE EAFE Index Fund	40,840.50		62,274.10		21,433.60
09-08-2014	04-17-2015	35,000	FHLMC 0 500% Due 04-17-15	34,985.33	14.67	35,000.00	0.00	
08-13-2014	04-21-2015	110	Royal Caribbean Cruise	6,786.86		8,093.90	1,307.04	
08-12-2014	04-21-2015	121	Royal Caribbean Cruise	7,367.66		8,903.30	1,535.64	
08-12-2014	04-21-2015	59	Royal Caribbean Cruise	3,592.50		4,345.98	753.48	
03-20-2014	04-28-2015	90	Packaging Corp of America	6,459.45		6,158.40		-301.05
03-24-2014	04-28-2015	90	Packaging Corp of America	6,426.36		6,158.40		-267.96
03-19-2014	04-28-2015	95	Packaging Corp of America	6,760.21		6,500.53		-259.68
03-19-2014	04-29-2015	15	Packaging Corp of America	1,067.40		1,020.19		-47.21
03-19-2014	04-29-2015	70	Packaging Corp of America	4,965.04		4,760.89		-204.15
02-12-2015	05-04-2015	40,000	PNC Financial cl 05/04/15 @ 100 4 483% Due 05-29-49	40,250.00	-250.00	40,000.00	0.00	
03-31-2015	05-04-2015	0	Alphabet Cl C	115.66		112.51	-3.15	
11-18-2009	05-04-2015	59	Procter & Gamble	3,673.34		4,744.29		1,070.95
01-07-2010	05-04-2015	17	Procter & Gamble	1,028.67		1,367.00		338.33
12-31-1999	05-04-2015	278	Procter & Gamble	15,259.42		22,354.46		7,095.04
03-16-2007	05-13-2015	587	Pall Corp	22,311.87		72,919.31		50,607.44
04-10-2014	05-13-2015	138	Ace Ltd	13,684.54		14,798.92		1,114.38
11-08-2013	05-14-2015	20,000	U S Treasury Note 1 000% Due 10-31-16	20,226.66	-114.48	20,166.80		54.62
04-08-2013	05-14-2015	15,000	U S Treasury Note 0 875% Due 11-30-16	15,234.30	-134.28	15,097.05		-2.97
04-10-2014	05-14-2015	34	Ace Ltd	3,371.55		3,671.08		299.53
04-10-2014	05-14-2015	48	Ace Ltd	4,759.84		5,177.23		417.39
07-25-2013	05-26-2015	280	Delta	5,971.98		11,733.69		5,761.71
07-25-2013	05-26-2015	150	Delta	3,188.67		6,285.90		3,097.23
03-30-2010	05-27-2015	190	Union Pacific	7,001.50		19,494.61		12,493.11
03-26-2015	06-01-2015	85	Qualcomm	5,716.67		5,904.50	187.83	
03-26-2015	06-01-2015	30	Qualcomm	2,017.64		2,083.94	66.30	
01-14-2011	06-01-2015	289	Qualcomm	15,028.00		20,075.31		5,047.31
01-14-2011	06-01-2015	16	Qualcomm	832.00		1,116.44		284.44
04-14-2015	06-03-2015	2,343	Vanguard ST Investment Grade	25,164.01		25,000.00	-164.01	
06-04-2015	06-04-2015	1	Class Action Proceeds	0.00		0.52	0.52	
06-05-2014	06-10-2015	30	Southwest Airlines	819.75		1,033.91		214.16
06-05-2014	06-10-2015	194	Southwest Airlines	5,296.84		6,685.95		1,389.11
06-05-2014	06-10-2015	92	Southwest Airlines	2,511.90		3,201.17		689.27
06-05-2014	06-10-2015	124	Southwest Airlines	3,385.61		4,308.15		922.54
04-14-2015	06-16-2015	30,000	Sterling Savings Bank CD 0 450% Due 06-19-15	29,984.43	14.86	30,000.00	0.71	
05-30-2013	07-10-2015	30	Aetna	1,876.91		3,399.24		1,522.33
05-31-2013	07-10-2015	60	Aetna	3,702.69		6,798.47		3,095.78
07-14-2014	07-10-2015	70	Cigna	6,635.04		10,953.08	4,318.04	
11-26-2013	07-13-2015	60	NXP Semiconductors	2,556.21		5,495.69		2,939.48
11-29-2013	07-13-2015	15	NXP Semiconductors	636.94		1,373.92		736.98
03-21-2014	07-13-2015	115	Skyworks Solutions	4,418.59		11,533.98		7,115.39
03-17-2015	07-14-2015	97	Allergan	29,742.62		31,097.18	1,354.56	
03-17-2015	07-20-2015	110	MMM	18,063.65		17,303.72	-759.93	
05-02-2012	07-27-2015	5	Polaris Industries	413.30		681.96		268.66

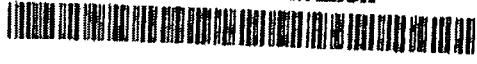
**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
**Andrew J. Sordoni Foundation Combined Accounts**  
**From 01-01-15 Through 12-31-15**

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
05-03-2012	07-27-2015	140	Polaris Industries	11,529 00		19,094.81		7,565 81
03-13-2014	08-04-2015	355	Hanes Brand	6,549.85		10,360 06		3,810 21
03-13-2014	08-04-2015	165	Hanes Brand	3,044.30		4,830.04		1,785.74
03-21-2014	08-04-2015	135	Skyworks Solutions	5,187 04		11,872 38		6,685 34
03-12-2014	08-05-2015	217	Hanes Brand	3,994 96		6,280 86		2,285 90
03-12-2014	08-05-2015	63	Hanes Brand	1,159 83		1,831 37		671 54
03-13-2014	08-05-2015	40	Hanes Brand	738 01		1,162 78		424 77
03-13-2014	08-05-2015	90	Hanes Brand	1,660.52		2,610 98		950 46
08-27-2013	08-12-2015	106	ConocoPhillips	7,026 06		5,440 94		-1,585.12
08-27-2013	08-12-2015	274	ConocoPhillips	18,161 71		14,136 69		-4,025 02
04-15-2015	08-13-2015	45,000	Paragon Financial CD 0 200% Due 08-13-15	44,932 05	67 95	45,000 00	0 00	
10-14-2014	08-13-2015	18	Allstate	1,111.74		1,146.94	35.20	
10-14-2014	08-13-2015	92	Allstate	5,682.24		5,852 43	170 19	
10-13-2014	08-13-2015	141	Allstate	8,687 60		8,969 48	281 88	
10-13-2014	08-14-2015	109	Allstate	6,715 95		6,929 68	213 73	
04-15-2015	08-20-2015	25,000	First Savings Bank CD 0 250% Due 08-20-15	24,959 13	40 87	25,000 00	0 00	
03-13-2013	08-20-2015	150	Becton Dickinson	13,607 66		21,666 71		8,059 05
07-14-2014	08-21-2015	20	Cigna	1,895 73		2,870 98		975 25
07-11-2014	08-21-2015	45	Cigna	4,197.16		6,459 72		2,262 56
10-29-2013	08-21-2015	50	McKesson	7,756 40		10,244.20		2,487 80
01-23-2015	09-03-2015	85	Berkshire Hathaway Cl B	12,702.32		11,241 75	-1,460.57	
01-23-2015	09-04-2015	75	Berkshire Hathaway Cl B	11,207.93		9,701 98	-1,505.95	
10-28-2013	09-14-2015	100	McKesson	15,298.88		19,624 76		4,325 88
05-16-2014	09-15-2015	80	Constellations Brands Cl A	6,575.16		10,286 91		3,711 75
05-06-2014	09-15-2015	250	Kroger	5,802 44		9,279 18		3,476 74
03-16-2007	09-17-2015	997	Cablevision Systems	17,417 59		32,639 59		15,222.00
04-01-2011	09-17-2015	30	Cablevision Systems	742 20		982 13		239 93
04-15-2015	09-30-2015	25,000	Texana Bank CD 0 200% Due 09-30-15	24,960 98	39 02	25,000 00	0 00	
04-01-2015	10-06-2015	150,000	Vectra Bank CD 0 680% Due 10-06-15	150,000 00	0 00	150,000 00	0 00	
02-18-2015	10-14-2015	76	Voya Financial	3,315 07		2,955 63	-359 44	
02-17-2015	10-14-2015	19	Voya Financial	819 04		738 91	-80.13	
02-07-2014	10-15-2015	50	Disney	3,779 03		5,341 68		1,562 66
06-01-2012	10-15-2015	50	Disney	2,229 50		5,341 68		3,112 18
03-19-2013	10-15-2015	60	Wyndham Worldwide	3,752 56		4,401 18		648 62
03-18-2013	10-15-2015	65	Wyndham Worldwide	4,063 75		4,767.95		704 20
02-17-2015	10-15-2015	158	Voya Financial	6,810 97		6,147 02	-663 95	
02-17-2015	10-15-2015	114	Voya Financial	4,902 61		4,435 19	-467 42	
02-17-2015	10-15-2015	63	Voya Financial	2,709 33		2,442 26	-267 07	
12-17-2012	10-23-2015	225,000	FFCB cl 03/19/13 @ 100 0 540% Due 09-19-16	224,606 25	297 67	225,000 00		96 08
07-18-2014	10-26-2015	133	HCA	8,273 89		9,241 31		967 42
07-18-2014	10-27-2015	127	HCA	7,900 63		8,792 82		892 19
07-21-2014	10-27-2015	21	HCA	1,290 14		1,453 93		163 79
07-21-2014	10-28-2015	129	HCA	7,925 17		8,834 47		909 30
11-27-2013	11-02-2015	6	NXP Semiconductors	252 37		471 13		218 76
11-27-2013	11-02-2015	144	NXP Semiconductors	6,056 98		11,050 61		4,993 63
11-29-2013	11-02-2015	45	NXP Semiconductors	1,910 82		3,453 32		1,542 50
01-03-2014	11-09-2015	143	Magna Intl Inc Cl A	5,788 84		6,795 99		1,007 15
01-03-2014	11-10-2015	71	Magna Intl Inc Cl A	2,874 18		3,307 55		433 37
01-02-2014	11-10-2015	117	Magna Intl Inc Cl A	4,719 94		5,450 48		730 54
07-11-2014	11-11-2015	40	Cigna	3,730 81		5,299 50		1,568 69
01-02-2014	11-11-2015	4	Magna Intl Inc Cl A	161 37		186 70		25 33
01-02-2014	11-11-2015	185	Magna Intl Inc Cl A	7,463 15		8,481 78		1,018 63
05-31-2013	11-11-2015	100	Aetna	6,171 15		10,560 99		4,389 84
05-30-2013	11-11-2015	20	Aetna	1,231 82		2,112 20		880 38

**BERKSHIRE ASSET MANAGEMENT, LLC**  
**REALIZED GAINS AND LOSSES**  
**Andrew J. Sordoni Foundation Combined Accounts**  
**From 01-01-15 Through 12-31-15**

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss	
							Short Term	Long Term
04-20-2015	11-13-2015	200,000	FHLB cl 08/13/15 @ 100 1 250% Due 05-13-20	200,000 00	0.00	200,000.00	0 00	
05-26-2015	11-16-2015	25	Snap-On	3,897.39		4,149.72	252.33	
09-12-2014	11-16-2015	69	Snap-On	8,656 15		11,453 24		2,797 09
11-16-2015	11-16-2015	1	Class Action Proceeds	0 00		141 89	141 89	
09-12-2014	11-17-2015	11	Snap-On	1,379 97		1,813 67		433 70
02-20-2014	11-20-2015	46	St. Jude Medical	3,120 33		2,847 74		-272 59
02-21-2014	11-20-2015	186	St Jude Medical	12,586 83		11,514 79		-1,072 04
02-21-2014	11-20-2015	28	St Jude Medical	1,894 79		1,752 59		-142 20
11-10-2015	12-16-2015	14	Signet Jewelers	2,084 38		1,656 22	-428.16	
11-10-2015	12-16-2015	67	Signet Jewelers	9,975 25		7,845 58	-2,129.67	
11-09-2015	12-16-2015	10	Signet Jewelers	1,462 22		1,182 09	-280.13	
11-09-2015	12-17-2015	3	Signet Jewelers	438 67		350 78	-87 89	
11-09-2015	12-17-2015	31	Signet Jewelers	4,532.89		3,631 39	-901 50	
05-13-2015	12-18-2015	120	Goldman Sachs	24,149.44		21,137.89	-3,011 55	
12-21-2015	12-21-2015	1	Class Action Proceeds	0 00		298 08	298 08	
<b>TOTAL GAINS</b>							<b>104,769.53</b>	<b>918,890.08</b>
<b>TOTAL LOSSES</b>							<b>-46,617.72</b>	<b>-45,083.19</b>
				<b>3,608,126.87</b>	<b>-223.42</b>	<b>4,539,862.16</b>	<b>58,151.81</b>	<b>873,806.90</b>
<b>TOTAL REALIZED GAIN/LOSS</b>		<b>931,958 70</b>						

PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

<input type="checkbox"/> Return document by mail to:  Name _____ Address _____ City _____ State _____ Zip Code _____	<b>Articles of Amendment</b> Domestic Corporation  TFA151102TC0230
<input checked="" type="checkbox"/> Return document by email to: <b>JLONG@RJGLAW.COM</b>	

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check one:  Business Corporation (§ 1915)  Nonprofit Corporation (§ 5915)

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:  
The Andrew J. Sordoni Foundation Incorporated

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:  
(Complete only (a) or (b), not both)

(a) Number and Street	City	State	Zip	County
45 Owen Street	Forty Fort	PA	18704	Luzerne

(b) Name of Commercial Registered Office Provider \_\_\_\_\_ County \_\_\_\_\_  
c/o: \_\_\_\_\_

3. The statute by or under which it was incorporated: Nonprofit Corporation Law of 1988

4. The date of its incorporation: 07/19/2012  
(MM/DD/YYYY)

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: \_\_\_\_\_ at \_\_\_\_\_  
Date (MM/DD/YYYY) Hour (if any)

PA DEPT. OF STATE

OCT 27 2015

6. Check one of the following:

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate complete, one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

Name Change To: Sordoni Foundation, Inc.

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The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

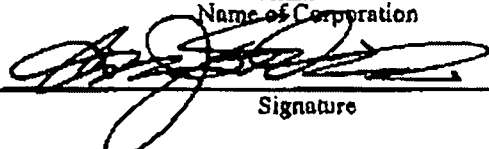
8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

26th day of October, 2015.

The Andrew J. Sordoni Foundation Incorporated  
Name of Corporation

  
Signature

President  
Title

PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Consent to Appropriation of Name  
DSCB:19-17.2  
(rev. 7/2015)

Pursuant to 19 Pa. Code § 17.2 (relating to appropriation of the name of a ~~corporation~~ association, desiring to consent to the appropriation of its name by another association, hereby certifies that:

1. The name of the association executing this Consent to Appropriation of Name is:

Sordoni Foundation, Inc.

2. The (a) address of the consenting association's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

Complete part (a) OR (b) – not both:

(a)	<u>45 Owen Street</u>	<u>Fony Fort</u>	<u>PA</u>	<u>18472</u>	<u>Luzerne</u>
	Number and street	City	State	Zip	County

OR

(b) c/o: \_\_\_\_\_  
Name of Commercial Registered Office Provider County

3. The date of incorporation or other organization of the consenting association is: 07/05/1948

4. The association(s) entitled to the benefit of this Consent to Appropriation of Name is(are):

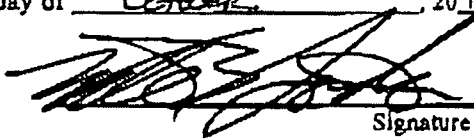
The Andrew J. Sordoni Foundation Incorporated

(Name Change To: Sordoni Foundation, Inc.)

5. The consenting association is (check only one):

- About to change its name
- About to cease to do business
- Being wound up
- A foreign association about to withdraw from doing business in the Commonwealth

IN TESTIMONY WHEREOF, the undersigned association has caused this Consent to Appropriation of Name be signed by a duly authorized officer thereof this 26th day of October, 2015

  
Signature

William B. Sordoni - President  
Title

COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS  
401 NORTH STREET, ROOM 206  
P.O.BOX 8722  
HARRISBURG,PA 17105-8722  
WWW.CORPORATIONS.PA.GOV

Long, Jaime Lynn  
15 S. Franklin Street  
Wilkes-Barre PA 18711-0075

Sordoni Foundation, Inc.

THE BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.THE BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE BUREAU,PLEASE VISIT OUR WEBSITE LOCATED WWW.CORPORATIONS.STATE.PA.US/Search/CorpSearch OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057 FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND /OR UCC FILINGS , PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEBSITE.

ENTITY NUMBER : 4124545