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Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation THE SCHNEIDER-LESSER FOUNDATION, INC. C/O MINDY SCHNEIDER		A Employer identification number 46-2109602
Number and street (or P O box number if mail is not delivered to street address) 211 E 70TH ST	Room/suite 32H	B Telephone number 212-517-5593
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10021		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 11,799,981.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		10,461,340.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		128,736.	128,736.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<1,844,186.>			STATEMENT 1
b Gross sales price for all assets on line 6a	2,078,280.				
7 Capital gain net income (from Part IV, line 2)			0.		
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		8,745,890.	128,736.		
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	2,660.	1,330.		1,330.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	34,076.	938.		33,138.
24 Total operating and administrative expenses. Add lines 13 through 23		36,736.	2,268.		34,468.
25 Contributions, gifts, grants paid		0.			0.
26 Total expenses and disbursements. Add lines 24 and 25		36,736.	2,268.		34,468.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		8,709,154.			
b Net investment income (if negative, enter -0-)			126,468.		
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	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing		181,739.	181,739.	
	2 Savings and temporary cash investments				
	3 Accounts receivable ▶				
	Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶				
	Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶				
	Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock STMT 5	0.	8,527,415.	11,618,242.	
	c Investments - corporate bonds				
		11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶					
12 Investments - mortgage loans					
13 Investments - other					
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)		0.	8,709,154.	11,799,981.	
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	0.	8,709,154.		
30 Total net assets or fund balances	0.	8,709,154.			
31 Total liabilities and net assets/fund balances	0.	8,709,154.			

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	0.
2 Enter amount from Part I, line 27a	2	8,709,154.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	8,709,154.
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	8,709,154.

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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 PERSHING LLC #1147 ST	P		12/31/15
b PERSHING LLC #1147 ST	D		12/31/15
c PERSHING LLC #1147 LT	D		12/31/15
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 593,388.		595,490.	<2,102.>
b 1,004,031.		1,261,445.	<257,414.>
c 480,861.		800,522.	<319,661.>
d			
e			

(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			<2,102.>
b			<257,414.>
c			<319,661.>
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<579,177.>
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	0.	0.	.000000
2013	0.	0.	.000000
2012	0.	0.	.000000
2011	0.	0.	.000000
2010	0.	0.	.000000

2 Total of line 1, column (d)	2	.000000
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	.000000
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	7,754,481.
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,265.
7 Add lines 5 and 6	7	1,265.
8 Enter qualifying distributions from Part XII, line 4	8	34,468.

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.

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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	1,265.
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	1,265.
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	1,265.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	
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	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	30.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 6	9	1,295.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

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

N/A

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	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	X	
14 The books are in care of MINDY SCHNEIDER Telephone no. 212-517-5593 Located at 211 EAST 70TH ST. STE 32H, NEW YORK, NY ZIP+4 10021		
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 N/A		X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

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
MINDY SCHNEIDER	CHAIRMAN/TREASURER			
211 EAST 70TH ST. STE 32H				
NEW YORK, NY 10021	0.00	0.	0.	0.
MICHAEL LESSER	PRESIDENT			
211 EAST 70TH ST. STE 32H				
NEW YORK NY, NY 10021	0.00	0.	0.	0.

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

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

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

0

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

0

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	7,727,328.
b Average of monthly cash balances	1b	145,242.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	7,872,570.
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	7,872,570.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	118,089.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,754,481.
6 Minimum investment return. Enter 5% of line 5	6	387,724.

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	387,724.
2a Tax on investment income for 2015 from Part VI, line 5	2a	1,265.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,265.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	386,459.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	386,459.
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	386,459.

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	34,468.
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	34,468.
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	1,265.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	33,203.

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				386,459.
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				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 34,468.				
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				34,468.
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				351,991.
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

2015.04020 THE SCHNEIDER-LESSER FOUNDA 69906782

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 <p style="text-align: center;">NONE</p>				
Total			▶ 3a	0.
b Approved for future payment <p style="text-align: center;">NONE</p>				
Total			▶ 3b	0.

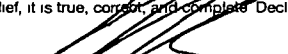
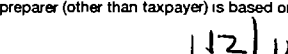
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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. | | |

[illegible]

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

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

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.				CHAIRMAN/TREASURER		May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee 		Date 12/11/16		Title RER		
Paid Preparer Use Only	Print/Type preparer's name BRUCE LEVINSON		Preparer's signature 		Date 12/5/16	Check <input type="checkbox"/> if self-employed	PTIN P01210632
	Firm's name ▶ PERELSON WEINER LLP						Firm's EIN ▶ 13-3791592
	Firm's address ▶ ONE DAG HAMMARSKJOLD PLAZA NEW YORK, NY 10017-2286						Phone no. 212-605-3100

Form 990-PF (2015)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2015

Name of the organization

THE SCHNEIDER-LESSER FOUNDATION, INC.
C/O MINDY SCHNEIDER

Employer identification number

46-2109602

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

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

Name of organization THE SCHNEIDER-LESSER FOUNDATION, INC. C/O MINDY SCHNEIDER	Employer identification number 46-2109602
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HELEN & IRVING SCHNEIDER FOUNDATION 1125 FIFTH AVENUE NEW YORK, NY 10128-0143	\$ 10,461,340.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

46-2109602

[illegible]

Name of organization

THE SCHNEIDER-LESSER FOUNDATION, INC.
C/O MINDY SCHNEIDER

Employer identification number

46-2109602

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PERSHING LLC #1147 ST	593,388.	595,490.	0.	0.	<2,102.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PERSHING LLC #1147 ST	1,004,031.	2,249,701.	0.	0.	<1,245,670.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PERSHING LLC #1147 LT	480,861.	1,077,275.	0.	0.	<596,414.>

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A <1,844,186.>

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
FIRST MANHATTAN CO	128,736.	0.	128,736.	128,736.	
TO PART I, LINE 4	128,736.	0.	128,736.	128,736.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	2,660.	1,330.		1,330.
TO FORM 990-PF, PG 1, LN 16B	2,660.	1,330.		1,330.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	938.	938.		0.
BANK FEES	122.	0.		122.
PHILANTHROPIC PLANNING	33,016.	0.		33,016.
TO FORM 990-PF, PG 1, LN 23	34,076.	938.		33,138.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIRST MANHATTAN CO #1147	8,527,415.	11,618,242.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,527,415.	11,618,242.

FORM 990-PF	INTEREST AND PENALTIES	STATEMENT	6
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TAX DUE FROM FORM 990-PF, PART VI	1,265.
UNDERPAYMENT PENALTY	30.
LATE PAYMENT INTEREST	30.
LATE PAYMENT PENALTY	44.
TOTAL AMOUNT DUE	1,369.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	7
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NAME OF CONTRIBUTOR	ADDRESS
HELEN & IRVING SCHNEIDER FOUNDATIONS	1125 FIFTH AVENUE NEW YORK, NY 10128-0143

FORM 990-PF	LATE PAYMENT PENALTY	STATEMENT	8
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DESCRIPTION	DATE	AMOUNT	BALANCE	MONTHS	PENALTY
TAX DUE	05/15/16	1,265.	1,265.	7	44.
DATE FILED	12/15/16		1,265.		
TOTAL LATE PAYMENT PENALTY					44.

FORM 990-PF	LATE PAYMENT INTEREST	STATEMENT	9
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DESCRIPTION	DATE	AMOUNT	BALANCE	RATE	DAYS	INTEREST
TAX DUE	05/15/16	1,265.	1,265.	.0400	214	30.
DATE FILED	12/15/16		1,295.			
TOTAL LATE PAYMENT INTEREST						30.

THE SCHNEIDER-LESSER FOUNDATION, INC
EIN 46-2109602
AMENDED RETURN EXPLANATION

THIS 990-PF IS BEING AMENDED BECAUSE THE TAX -EXEMPT ORGANIZATION RECEIVED NOTICE THAT CONTRIBUTIONS WERE MADE TO THE ORGANIZATION AFTER THE RETURN WAS FILED. THE TAX-EXEMPT ORGANIZATION HAD NO KNOWLEDGE OF THIS TRANSACTION AND WAS NOT NOTIFIED. IMMEDIATELY AFTER DISCOVERING, THE TAX-EXEMPT ORGANIZATION REQUESTED THE REQUIRED INFORMATION FROM THE NEEDED PARTIES AND COMPLETED AN AMENDED RETURN AS TIMELY AS POSSIBLE.

AMENDED CHANGES THAT OCCURRED WERE THE RECEIVAL OF CASH AND STOCK CONTRIBUTIONS. ACTIVITY OCCURRED THROUGHOUT THE YEAR IN A BROKERAGE ACCOUNT THAT HOUSED THE NEW ASSETS AS DESCRIBED PREVIOUSLY PLEASE SEE THE AMENDED RETURN FOR DETAILS.

990-PF PAGES 1 THROUGH 13 WERE CHANGED AS NEEDED.

SCHEDULE B WAS ADDED TO THE RETURN.

The Schneider-Lesser Foundation
 EIN: 46-2109602
 990-PF - AMENDED
 Schedule B, Part II Attachment
 12/31/15

Total Contributions

Cash

4,579,720

Equities

AT&T INCCUSIP: 00206R102	504,073
COACH INCCUSIP: 189754104	23,915
COMCAST CORP NEW CL ASPECIALCUSIP: 20030N200	43,034
FRANKLIN RESOURCES INCCUSIP: 354613101	28,399
JOHNSON & JOHNSONCUSIP: 478160104	24,486
ORACLE CORPCUSIP: 68389X105	39,782
PFIZER INCCUSIP: 717081103	13,647
RANGE RESOURCES CORPCUSIP: 75281A109	22,665
VIACOM INC CL B NEWCUSIP: 92553P201	39,147

Total Equities

739,148

Corporate/Government Bonds

FEDL HOME LOAN MTG CORPPPOOL #N31138 GOLDCUSIP: 31281BHP8	3,682
FEDL HOME LOAN MTG CORPPPOOL #N31395 GOLDCUSIP: 31281BRQ5	8,180
FEDL HOME LOAN MTG CORPPPOOL #G11431 GOLDCUSIP: 31283KSU3	694
FEDL HOME LOAN MTG CORPPPOOL #G30399 GOLDCUSIP: 3128CUNQ5	13,614
FEDL HOME LOAN MTG CORPPPOOL #D94768 GOLDCUSIP: 3128DYJM0	1,582
FEDL HOME LOAN MTG CORPPPOOL #E89705 GOLDCUSIP: 3128GSYA9	6,965
FEDL HOME LOAN MTG CORPPPOOL #E90221 GOLDCUSIP: 3128GUG63	2,524
FEDL HOME LOAN MTG CORPPPOOL #G12399 GOLDCUSIP: 3128M1RU5	674
FEDL HOME LOAN MTG CORPPPOOL #G02424 GOLDCUSIP: 3128M4AZ6	10,777
FEDL HOME LOAN MTG CORPPPOOL #H01568 GOLDCUSIP: 3128MTW53	47,771
FEDL HOME LOAN MTG CORPPPOOL #C03580 GOLDCUSIP: 31292K6R3	165,977
FEDL HOME LOAN MTG CORPPPOOL #A93010 GOLDCUSIP: 312941KX4	560
FEDL HOME LOAN MTG CORPPPOOL #E02686 GOLDCUSIP: 31294L6X6	3,178
FEDL HOME LOAN MTG CORPPPOOL #C90863 GOLDCUSIP: 31335H5Y5	26,073
FEDL HOME LOAN MTG CORPPPOOL #C90215 GOLDCUSIP: 31335HGY3	4,094
FEDL HOME LOAN MTG CORPPPOOL #U30131 GOLDCUSIP: 31335YEC6	1,460
FEDL NATL MTG ASSNREMIC SER 1993-122 CL ECUSIP: 31359BNU7	3,516
FEDL NATL MTG ASSNREMIC SER 1993-122 CL MCUSIP: 31359BPE1	1,964
FEDL NATL MTG ASSNREMIC SER 1993-G39 CL LCUSIP: 31359FQL5	1,693
FEDL NATL MTG ASSNREMIC SER 1994-G4 CL PGCUSIP: 31359HL93	2,771
FEDL NATL MTG ASSNREMIC SER 2011-127 CL DECUSIP: 3136A2SK0	3,210
FEDL NATL MTG ASSNREMIC SER 2012-28 CL PTCUSIP: 3136A33E9	42,239

FEDL NATL MTG ASSNREMIC SER 2012-39 CL NPCUSIP: 3136A37D7	305,280
FEDL NATL MTG ASSNREMIC SER 2011-140A CL PCUSIP: 3136A3CK5	169,283
FEDL NATL MTG ASSNREMIC SER 2012-16 CL KCUSIP: 3136A4QV4	129,483
FEDL NATL MTG ASSNREMIC SER 2012-18 CL MACUSIP: 3136A4SQ3	168,897
FEDL NATL MTG ASSNREMIC SER 2012-33 CL BACUSIP: 3136A5SB3	235,869
FEDL NATL MTG ASSNREMIC SER 2012-72 CL QECUSIP: 3136A64N1	25,502
FEDL NATL MTG ASSNREMIC SER 2014-68 CL KYCUSIP: 3136ALRU7	100,909
FEDL NATL MTG ASSNPOOL #252576CUSIP: 31371HQ50	1,635
FEDL NATL MTG ASSNPOOL #253799CUSIP: 31371J3G7	2,351
FEDL NATL MTG ASSNPOOL #256495 IOCUSIP: 31371M3C9	18,767
FEDL HOME LOAN MTG CORPMULTICL REMIC 3825 CL PLCUSIP: 3137A7ZE3	78,240
FEDL HOME LOAN MTG CORPMULTICL REMIC 3864 CL QECUSIP: 3137ABEJ6	203,255
FEDL HOME LOAN MTG CORPMULTICL REMIC 3962 CL NQCUSIP: 3137AJKX1	10,009
FEDL HOME LOAN MTG CORPMULTICL REMIC 3996 CL AUCUSIP: 3137ALSM2	428,263
FEDL HOME LOAN MTG CORPMULTICL REMIC 4248 CL MKCUSIP: 3137B4VC7	116,789
FEDL NATL MTG ASSNPOOL #452968CUSIP: 31380XFH0	6,703
FEDL NATL MTG ASSNPOOL #547139CUSIP: 31385KZC2	3,409
FEDL NATL MTG ASSNPOOL #AL0299CUSIP: 3138EGKM5	2,793
FEDL NATL MTG ASSNPOOL #AL2524CUSIP: 3138EJYW2	145,127
FEDL NATL MTG ASSNPOOL #AO9925CUSIP: 3138M2A30	1,136
FEDL NATL MTG ASSNREMIC SER 2001-78 CL LLCUSIP: 3139217K8	3,196
FEDL NATL MTG ASSNREMIC SER 2002-57 CL BUCUSIP: 31392D4Q2	2,347
FEDL NATL MTG ASSNREMIC SER 2002-53 CL ELCUSIP: 31392EJK7	2,439
FEDL NATL MTG ASSNREMIC SER 2003-9 CL EBCUSIP: 31392HB69	2,762
FEDL NATL MTG ASSNREMIC SER 2003-1 CL LQCUSIP: 31392HUB7	10,488
FEDL NATL MTG ASSNREMIC SER 2003-42 CL JHCUSIP: 31393BVP7	9,334
FEDL HOME LOAN MTG CORPMULTICL REMIC 2543 CL LLCUSIP: 31393HFH0	3,224
FEDL HOME LOAN MTG CORPMULTICL REMIC 2569 CL LDCUSIP: 31393KDS1	3,026
FEDL HOME LOAN MTG CORPMULTICL REMIC 2598 CL QECUSIP: 31393NVW6	14,063
FEDL HOME LOAN MTG CORPMULTICL REMIC 2608 CL LLCUSIP: 31393NZE2	3,613
FEDL NATL MTG ASSNREMIC SER 2004-1 CL LLCUSIP: 31393UW33	158,935
FEDL NATL MTG ASSNREMIC SER 2004-W4 CL A7CUSIP: 31393X3L9	18,392
FEDL NATL MTG ASSNREMIC SER 2004-52 CL NECUSIP: 31394AEC6	11,145
FEDL NATL MTG ASSNREMIC SER 2004-68 CL LCCUSIP: 31394AZG4	17,404
FEDL NATL MTG ASSNREMIC SER 2005-41 CL LLCUSIP: 31394DLK4	37,729
FEDL NATL MTG ASSNREMIC SER 2005-68 CL BCCUSIP: 31394E3Z9	1,950
FEDL HOME LOAN MTG CORPMULTICL REMIC 2671 CL EKCUSIP: 31394HUZ2	3,486
FEDL HOME LOAN MTG CORPMULTICL REMIC 2739 CL PGCUSIP: 31394NGR3	9,315
FEDL HOME LOAN MTG CORPMULTICL REMIC 2728 CL DCCUSIP: 31394P4P5	8,418
FEDL HOME LOAN MTG CORPMULTICL REMIC 2764 CL UECUSIP: 31394TX83	4,815
FEDL HOME LOAN MTG CORPMULTICL REMIC 3139 CL HCCUSIP: 31396NBC9	18,681
FEDL NATL MTG ASSNREMIC SER 2007-39 CL NBCUSIP: 31396VSS8	4,701
FEDL HOME LOAN MTG CORPMULTICL REMIC 3233 CL PACUSIP: 31397BYPO	10,921
FEDL HOME LOAN MTG CORPMULTICL REMIC 3270 CL ATCUSIP: 31397EQH1	14,437
FEDL NATL MTG ASSNREMIC SER 2008-46 CL LACUSIP: 31397LSB6	164,505
FEDL NATL MTG ASSNREMIC SER 2009-19 CL TDCUSIP: 31397NUG8	8,369
FEDL HOME LOAN MTG CORPMULTICL REMIC 3540 CL TBCUSIP: 31398EBY9	3,966

FEDL NATL MTG ASSNREMIC SER 2010-35 CL ABCUSIP: 31398PHB8	29,236
FEDL NATL MTG ASSNREMIC SER 2010-68 CL GCCUSIP: 31398TGR6	27,511
FEDL NATL MTG ASSNPOOL #735646CUSIP: 31402RHX0	93,952
FEDL NATL MTG ASSNPOOL #745323CUSIP: 31403DAY5	15,415
FEDL NATL MTG ASSNPOOL #819238CUSIP: 31406TEK3	12,101
FEDL NATL MTG ASSNPOOL #870801CUSIP: 31409GNS1	23,917
FEDL NATL MTG ASSNPOOL #881248CUSIP: 31409XBR9	2,635
FEDL NATL MTG ASSNPOOL #887455CUSIP: 31410E5Q7	998
FEDL NATL MTG ASSNPOOL #888105CUSIP: 31410FU60	939
FEDL NATL MTG ASSNPOOL #888151CUSIP: 31410FWL5	457
FEDL NATL MTG ASSNPOOL #889183CUSIP: 31410G2Q5	7,074
FEDL NATL MTG ASSNPOOL #888900CUSIP: 31410GRV7	883
FEDL NATL MTG ASSNPOOL #889072CUSIP: 31410GW90	3,270
FEDL NATL MTG ASSNPOOL #889404CUSIP: 31410KDH4	27,385
GOVT NATL MTG ASSN IIPOL #MA1988CUSIP: 36179QF55	100,629
GOVT NATL MTG ASSN IIPOL #AH5879CUSIP: 36182NQ89	17,494
GOVT NATL MTG ASSNPOOL #589331CUSIP: 36201PVY8	8,453
GOVT NATL MTG ASSN IIPOL #003319CUSIP: 36202DVL2	3,213
GOVT NATL MTG ASSN IIPOL #003398CUSIP: 36202DX30	2,015
GOVT NATL MTG ASSN IIPOL #004417 JUMBOCUSIP: 36202E4A4	61,295
GOVT NATL MTG ASSN IIPOL #004461CUSIP: 36202E5W5	31,134
GOVT NATL MTG ASSN IIPOL #004488CUSIP: 36202E6Z7	58,926
GOVT NATL MTG ASSN IIPOL #003710CUSIP: 36202EDP1	9,388
GOVT NATL MTG ASSN IIPOL #003735CUSIP: 36202EEG0	3,539
GOVT NATL MTG ASSN IIPOL #003830CUSIP: 36202EHF9	5,267
GOVT NATL MTG ASSN IIPOL #003985CUSIP: 36202ENA3	3,290
GOVT NATL MTG ASSN IIPOL #004139CUSIP: 36202ES42	8,187
GOVT NATL MTG ASSN IIPOL #004182CUSIP: 36202EU44	14,789
GOVT NATL MTG ASSN IIPOL #004187CUSIP: 36202EUL1	20,524
GOVT NATL MTG ASSN IIPOL #004188CUSIP: 36202EUM9	13,295
GOVT NATL MTG ASSN IIPOL #004238CUSIP: 36202EV71	48,790
GOVT NATL MTG ASSN IIPOL #004216CUSIP: 36202EVH9	14,043
GOVT NATL MTG ASSN IIPOL #004259CUSIP: 36202EWU9	12,019
GOVT NATL MTG ASSN IIPOL #004284CUSIP: 36202EXM6	694
GOVT NATL MTG ASSN IIPOL #004309CUSIP: 36202EYE3	6,287
GOVT NATL MTG ASSN IIPOL #004362CUSIP: 36202EZ36	12,900
GOVT NATL MTG ASSN IIPOL #004364CUSIP: 36202EZ51	19,812
GOVT NATL MTG ASSN IIPOL #004337CUSIP: 36202EZA0	15,767
GOVT NATL MTG ASSN IIPOL #004738CUSIP: 36202FHP4	74,514
GOVT NATL MTG ASSN IIPOL #004796CUSIP: 36202FKH8	174,919
GOVT NATL MTG ASSN IIPOL #004797CUSIP: 36202FKJ4	8,384
GOVT NATL MTG ASSN IIPOL #004802CUSIP: 36202FKP0	72,781
GOVT NATL MTG ASSN IIPOL #004907CUSIP: 36202FNY8	5,643
GOVT NATL MTG ASSN IIPOL #004983CUSIP: 36202FRC2	38,965
GOVT NATL MTG ASSN IIPOL #005095CUSIP: 36202FUU8	3,769
GOVT NATL MTG ASSN IIPOL #783417CUSIP: 36241LYN0	12,356
GOVT NATL MTG ASSNREMIC SER 2003-46 CL NDCUSIP: 38373Q3T6	8,952

GOVT NATL MTG ASSNREMIC SER 2003-30 CL KHCUSIP: 3837355C7	6,861
GOVT NATL MTG ASSNREMIC TR 2002-63 CL NWCUSIP: 38373VNP1	2,489
GOVT NATL MTG ASSNREMIC SER 2002-20 CL LMCUSIP 38373WMH8	2,788
GOVT NATL MTG ASSNREMIC SER 2008-35 CL NFCUSIP: 3837422X0	56,457
GOVT NATL MTG ASSNREMIC SER 2003-62 CL AECUSIP: 38374BDD2	1,699
GOVT NATL MTG ASSNREMIC SER 2003-58 CL LDCUSIP: 38374BQK2	6,244
GOVT NATL MTG ASSNREMIC SER 2003-65 CL AKCUSIP: 38374BQT3	5,284
GOVT NATL MTG ASSNREMIC SER 2008-30 CL PECUSIP 38374DV22	39,781
GOVT NATL MTG ASSN REMIC SER 2004-16 CL AD CUSIP: 38374FGY4	16,029
GOVT NATL MTG ASSNREMIC SER 2004-17 CL BECUSIP 38374FZL1	7,801
GOVT NATL MTG ASSNREMIC SER 2004-42 CL AGCUSIP 38374G3B6	6,950
GOVT NATL MTG ASSNREMIC SER 2004-69 CL MBCUSIP 38374H5M8	8,943
GOVT NATL MTG ASSNREMIC SER 2004-53 CL GECUSIP: 38374HGS3	7,303
GOVT NATL MTG ASSNREMIC SER 2004-80 CL PHCUSIP: 38374JGJ9	4,790
GOVT NATL MTG ASSNREMIC SER 2005-13 CL BDCUSIP 38374KUH4	3,779
GOVT NATL MTG ASSNREMIC SER 2005-16 CL BCCUSIP 38374KWN9	4,419
GOVT NATL MTG ASSNREMIC TR 2005-51 CL DBCUSIP: 38374LXK2	852
GOVT NATL MTG ASSNREMIC SER 2006-7 CL NCCUSIP 38374MWZ8	21,590
GOVT NATL MTG ASSNREMIC SER 2009-31 CL PACUSIP: 38374TB29	10,282
GOVT NATL MTG ASSNREMIC SER 2009-32 CL NDCUSIP 38374UGA3	84,410
GOVT NATL MTG ASSNREMIC SER 2009-50 CL KPCUSIP 38374VQ51	113,674
GOVT NATL MTG ASSNREMIC SER 2009-50 CL KGCUSIP: 38374VZ36	112,843
GOVT NATL MTG ASSNREMIC SER 2010-85 CL DQCUSIP: 38374YTU7	13,949
GOVT NATL MTG ASSNREMIC SER 2007-33 CL LDCUSIP: 38375KEW8	2,214
GOVT NATL MTG ASSNREMIC SER 2008-38 CL BECUSIP 38375QGN3	11,486
GOVT NATL MTG ASSNREMIC SER 2008-42 CL QBCUSIP 38375QJY6	22,427
GOVT NATL MTG ASSNREMIC SER 2008-47 CL NGCUSIP 38375XEQ3	62,246
GOVT NATL MTG ASSNREMIC SER 2009-93 CL PBCUSIP 38376KLZ2	12,396
GOVT NATL MTG ASSNREMIC SER 2011-90 CL PACUSIP: 38376LHK8	39,135
GOVT NATL MTG ASSNREMIC SER 2010-127 CL LDCUSIP 38377LVT2	14,767
GOVT NATL MTG ASSNREMIC SER 2011-32 CL MECUSIP 38377UTW8	91,132
GOVT NATL MTG ASSNREMIC SER 2012-61 CL MQCUSIP: 38378EK69	9,624
GOVT NATL MTG ASSNREMIC SER 2014-53 CL CACUSIP: 38379BJG4	133,222
SMALL BUSINESS ADMINPOOL #502647 VARCUSIP: 83164C5G2	8,244

Total Corporate/Government Bonds

5,142,472

Total Equities & Corporate/Government Bonds

5,881,620

Total Contributions

10,461,340