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

Return of Private Foundation

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

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

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

OMB No 1545-0052 **2015** Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: ERIC SCOTT BOTTIN FOUNDATION

A Employer identification number: 47-6667880

Number and street (or P O box number if mail is not delivered to street address): 8320 HIGHWAY 107 | Room/suite

B Telephone number: 501-515-5000

City or town, state or province, country, and ZIP or foreign postal code: SHERWOOD, AR 72120

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 1,993,343.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,022,944.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	5.	5.		STATEMENT 2
	4 Dividends and interest from securities	14,135.	14,135.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	15,904.			STATEMENT 1
	b Gross sales price for all assets on line 6a 616,594.				
	7 Capital gain net income (from Part IV, line 2)		411,595.		
	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	1,052,988.	425,735.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 4	5,283.	5,283.		0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	5,283.	5,283.		0.
	25 Contributions, gifts, grants paid	55,000.			55,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	60,283.	5,283.		55,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	992,705.			
	b **Net investment income** (if negative, enter -0-)		420,452.		
	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			
	2 Savings and temporary cash investments		47,422.	47,422.
	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	998,401.	1,943,684.	1,945,921.
	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)	998,401.	1,991,106.	1,993,343.
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 ▶ ☐ 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 ▶ [X] 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	998,401.	1,991,106.	
	30 **Total net assets or fund balances**	998,401.	1,991,106.	
	31 **Total liabilities and net assets/fund balances**	998,401.	1,991,106.	

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	998,401.
2	Enter amount from Part I, line 27a	2	992,705.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,991,106.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,991,106.

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	EXHIBIT D		01/01/15	12/31/15
b	EXHIBIT D	D	01/01/14	12/31/15
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	7,047.		6,808.	239.
b	609,547.		198,191.	411,356.
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				239.
b				411,356.
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** 411,595.

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.	995,669.	.000000
2013			
2012			
2011			
2010			

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	1,095,816.
5	Multiply line 4 by line 3	5	0.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,205.
7	Add lines 5 and 6	7	4,205.
8	Enter qualifying distributions from Part XII, line 4	8	55,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	4,205.
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	4,205.
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	4,205.
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 ☒ if Form 2220 is attached		8	101.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	4,306.
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** ▶ **Refunded** ▶		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?	1a		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*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *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? N/A	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) ▶ AR			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ THE TRUSTEES Telephone no. ▶ 501-515-5000
Located at ▶ 8320 HIGHWAY 107, SHERWOOD, AR ZIP+4 ▶ 72120

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	**5b**		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		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
JAMES A. BOTTIN 8320 HIGHWAY 107 SHERWOOD, AR 72120	TRUSTEE 1.00	0.	0.	0.
DONNA K. BOTTIN 8320 HIGHWAY 107 SHERWOOD, AR 72120	TRUSTEE 1.00	0.	0.	0.
LINDSAY WILKERSON 8320 HIGHWAY 107 SHERWOOD, AR 72120	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 PROVIDE GRANTS TO PUBLICLY SUPPORTED CHARITABLE ORGANIZATIONS.	55,000.
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,060,544.
b	Average of monthly cash balances	1b	51,960.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,112,504.
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	1,112,504.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) STMT 6	4	16,688.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,095,816.
6	**Minimum investment return.** Enter 5% of line 5	6	54,791.

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	54,791.
2a	Tax on investment income for 2015 from Part VI, line 5 2a 4,205.		
b	Income tax for 2015. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	4,205.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	50,586.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	50,586.
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	50,586.

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	55,000.
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	55,000.
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	4,205.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	50,795.

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				50,586.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			3,001.	
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: ▶ $ 55,000.				
a Applied to 2014, but not more than line 2a			3,001.	
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				50,586.
e Remaining amount distributed out of corpus	1,413.			
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	1,413.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	1,413.			
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 1,413.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 7

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
AMERICAN HEART ASSOCIATION 909 WEST 2ND STREET LITTLE ROCK, AR 72201	N/A	PUBLIC CHARITY	HEART DISEASE RESEARCH	10,000.
CARTI FOUNDATION P.O. BOX 55050 LITTLE ROCK, AR 72215	N/A	PUBLIC CHARITY	CANCER TREATMENT	2,500.
EASTER SEALS 3920 WOODLAND HEIGHTS ROAD LITTLE ROCK, AR 72212	N/A	PUBLIC CHARITY	DISABILITY SERVICES	10,000.
ST. JUDE CHILDREN'S HOSPITAL 262 DANNY THOMAS PLACE MEMPHIS, TN 38105	N/A	PUBLIC CHARITY	PEDIATRIC DISEASE TREATMENT	1,000.
ARKANSAS BAPTIST CHILDREN'S HOME 10 REMINGTON DRIVE LITTLE ROCK, AR 72204	N/A	PUBLIC CHARITY	CARE FOR CHILDREN	1,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	55,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					5.
4 Dividends and interest from securities					14,135.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					15,904.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	30,044.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 30,044.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

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

Signature of officer or trustee: [signature] Date: 5/9/16 Title: Officer

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LEONARD S. HASSON	[signature]	5/9/16		P01353202

Firm's name ▶ MANN, HASSON & CO., P.A. Firm's EIN ▶ 71-0577422

Firm's address ▶ 18 CORPORATE HILL DRIVE, SUITE 207
LITTLE ROCK, AR 72205 Phone no. (501) 225-1600

523622
11-24-15

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	Employer identification number
ERIC SCOTT BOTTIN FOUNDATION	47-6667880

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . ▶ $ ____________

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

Name of organization	Employer identification number
ERIC SCOTT BOTTIN FOUNDATION	47-6667880

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	JAMES A. & DONNA K. BOTTIN 8320 HIGHWAY 107 SHERWOOD, AR 72120	$ 1,022,944.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
ERIC SCOTT BOTTIN FOUNDATION	47-6667880

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SECURITY PORTFOLIO	$ 1,022,944.	12/29/15

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: ERIC SCOTT BOTTIN FOUNDATION

Employer identification number: 47-6667880

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

(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

(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

(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

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
ARKANSAS VETS 4704 WEST COMMERCIAL DRIVE, SUITE B NORTH LITTLE ROCK, AR 72116	N/A	PUBLIC CHARITY	MILITARY PERSONNEL SUPPORT	500.
THE CALL PO BOX 25524 LITTLE ROCK, AR 72221	N/A	PUBLIC CHARITY	CARE FOR CHILDREN	2,500.
UNION RESCUE MISSION 3001 CONFEDERATE BOULEVARD LITTLE ROCK, AR 72206	N/A	PUBLIC CHARITY	SUBSTANCE ABUSE SUPPORT	2,500.
IMMERSE ARKANSAS 6420 COLONEL GLENN, SUITE 1 LITTLE ROCK, AR 72204	N/A	PUBLIC CHARITY	CARE FOR CHILDREN	1,000.
ARKANSAS JUVENILE DIABETES 11324 ARCADE DRIVE, #16 LITTLE ROCK, AR 72212	N/A	PUBLIC CHARITY	DIABETES RESEARCH	2,500.
MARCH OF DIMES 1501 NORTH PIERCE, SUITE 106 LITTLE ROCK, AR 72207	N/A	PUBLIC CHARITY	CARE FOR CHILDREN	2,500.
OUR HOUSE 302 EAST ROOSEVELT ROAD LITTLE ROCK, AR 72206	N/A	PUBLIC CHARITY	HOMELESS SUPPORT	1,000.
PROJECT ZERO/THRIVE 10 KINGS COURT LITTLE ROCK, AR 72211	N/A	PUBLIC CHARITY	FOSTER FAMILY SUPPORT	3,500.
AMERICAN DIABETES ASSOCIATION 1201 MILITARY ROAD, SUITE 2 BENTON, AR 72015	N/A	PUBLIC CHARITY	DIABETES RESEARCH	2,500.
LITTLE ROCK CHRISTIAN ATHLETICS 19010 CANTRELL ROAD LITTLE ROCK, AR 72223	N/A	PUBLIC CHARITY	PROVIDED K-12 EDUCATION	5,000.
Total from continuation sheets				30,500.

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
MIKE MILLIGAN GOLF/DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120	N/A	PUBLIC CHARITY	WATERFOWL HABITAT CONSERVATION	1,000.
MAKE-A-WISH 320 EXECUTIVE COURT, SUITE 101 LITTLE ROCK, AR 72205	N/A	PUBLIC CHARITY	GRANT WISHES TO CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS	2,000.
SALVATION ARMY PO BOX 1897 LITTLE ROCK, AR 72203	N/A	PUBLIC CHARITY	SUPPORT FOR THOSE IN NEED	1,000.
AMERICAN RED CROSS 401 SOUTH MONROE LITTLE ROCK, AR 72205	N/A	PUBLIC CHARITY	DISASTER RELIEF SUPPORT	1,000.
UNITED CEREBRAL PALSY 9720 NORTH RODNEY PARHAM LITTLE ROCK, AR 72227	N/A	PUBLIC CHARITY	DISABILITY SUPPORT	1,000.
ARKANSAS CHILDREN'S HOSPITAL 1 CHILDREN'S WAY LITTLE ROCK, AR 72202	N/A	PUBLIC CHARITY	HEALTHCARE FOR CHILDREN	1,000.
Total from continuation sheets				

LIMC LATHROP INVESTMENT MANAGEMENT CORPORATION

Lathrop Investment Management Corporation
REALIZED GAINS AND LOSSES
Eric Scott Bottin Foundation
From 12-31-14 Through 12-31-15

47-6667880

Open Date	Close Date	Quantity	Security	Book Value	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
02-11-2009	01-07-2015	60 0000	BERKSHIRE HATHAWAY CL B	9,084.60	3,419 75	8,904 63		5,484 88
12-09-2008	01-07-2015	200 0000	FREEPORT - McMORAN COPPER	4686.00	2,026 02	4,554 42		2,528 40
12-09-2008	01-07-2015	200 0000	FREEPORT - McMORAN COPPER	4,686.00	2,026 02	4,554 42		2,528 40
12-09-2008	01-07-2015	200 0000	FREEPORT - McMORAN COPPER	4,686.00	2,026 02	4,554 42		2,528 40
12-09-2008	01-07-2015	200 0000	FREEPORT - McMORAN COPPER	4,686 00	2,026 02	4,554 43		2,528 41
04-25-2006	01-07-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC	2,624.75	596 07	2,554 39		1,958 32
04-25-2006	01-07-2015	95 0000	FAIRFAX FINANCIAL HOLDINGS, INC	49,870.25	11,330 02	48,522 13		37,192 11
07-26-2012	01-07-2015	700 0000	HEWLETT-PACKARD	28,322.00	12,487 08	27,721 64		15,234 56
07-23-2012	01-07-2015	100 0000	LEXMARK INTERNATIONAL INC - A	4,157.50	1,943.17	3,933.06		1,989 89
05-19-2006	01-07-2015	100 0000	NOBLE AFFILIATES	4,714.50	2,110.00	4,171.51		2,061 51
05-19-2006	01-07-2015	100 0000	NOBLE AFFILIATES	4,714.50	2,110 00	4,171 31		2,061 31
05-19-2006	01-07-2015	125 0000	NOBLE AFFILIATES	5,893.13	2,637.50	5,214.13		2,576 63
05-19-2006	01-07-2015	200 0000	NOBLE AFFILIATES	9,429.00	4,219 99	8,342.60		4,122 60
10-19-2012	01-07-2015	3,000 0000	NOKIA CORP SPONSORED ADR	23,775.00	8,255 95	22,649 55		14,393 60
04-25-2006	01-07-2015	175 0000	PHILLIPS 66	12,661.25	5,525 88	11,561 09		6,035 20
11-30-2011	01-07-2015	72.0000	VECTRUS INC	1,999.80	794 08	1,907 00		1,112 92
10-22-2008	01-07-2015	500 0000	VALERO ENERGY	24,825.00	8,891 14	23,705 59		14,814 45
04-16-2010	01-07-2015	150 0000	VALERO ENERGY	7,447.50	2,619 65	7,111 68		4,492 03
04-25-2006	01-21-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC.	2,624.75	596 07	2,463.01		1,866 94
04-25-2006	01-21-2015	55 0000	FAIRFAX FINANCIAL HOLDINGS, INC	28,872 25	6,556 74	27,148 08		20,591 34
04-25-2006	01-21-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC	2,624.75	596 32	2,468 01		1,871.69
05-19-2006	02-03-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC	2,624.75	564 60	2,614 19		2,049.59
05-19-2006	02-03-2015	40 0000	FAIRFAX FINANCIAL HOLDINGS, INC	20,998.00	4,516 78	20,911 58		16,394 80
05-19-2006	02-03-2015	205 0000	NOBLE AFFILIATES	9,664.72	4,325 49	10,242 05		5,916 56
04-25-2006	02-03-2015	125.0000	PHILLIPS 66	9,043 75	3,947 06	9,317.22		5,370 16
12-11-2009	02-03-2015	325 0000	VALERO ENERGY	16,136.25	5,018 12	17,636 95		12,618 83
04-16-2010	02-03-2015	350 0000	VALERO ENERGY	17,377.50	6,112 52	18,993 64		12,881 12
02-11-2009	02-20-2015	70 0000	BERKSHIRE HATHAWAY CL B	10,598.70	3,989 71	10,301.93		6,312.22
05-19-2006	02-20-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC	2,624.75	564 60	2,623 83		2,059 23
05-19-2006	02-20-2015	35 0000	FAIRFAX FINANCIAL HOLDINGS, INC	18,373.25	3,952 19	18,352 83		14,400 64
05-19-2006	02-20-2015	200 0000	NOBLE AFFILIATES	9,429.00	4,219 99	9,818 07		5,598 07
12-11-2009	02-20-2015	200 0000	VALERO ENERGY	9,930 00	3,088 08	12,049 23		8,961.15
12-09-2008	03-20-2015	600 0000	FREEPORT - McMORAN COPPER	14,058.00	6,078.05	11,042 09		4,964 04
12-09-2008	03-20-2015	200 0000	FREEPORT - McMORAN COPPER	4,686.00	2,026 02	3,679 89		1,653 87
05-19-2006	03-20-2015	335.0000	NOBLE AFFILIATES	15,793.58	7,068 49	16,028 41		8,959 92
04-25-2006	03-20-2015	50.0000	PHILLIPS 66	3,617.50	1,578 82	3,939 62		2,360 80
05-05-2006	03-20-2015	50 0000	PHILLIPS 66	3,617.50	1,533.44	3,939 62		2,406 18
05-05-2006	03-20-2015	100 0000	PHILLIPS 66	7,235.00	3,066.88	7,879 25		4,812.37
05-19-2006	03-20-2015	50 0000	PHILLIPS 66	3,617.50	1,415 37	3,939 63		2,524 26
12-11-2009	03-20-2015	100 0000	VALERO ENERGY	4,965.00	1,544 04	6,145 08		4,601 04
12-11-2009	03-20-2015	135 0000	VALERO ENERGY	6,702.75	2,084 45	8,295 87		6,211 42
09-07-2011	05-28-2015	65 0000	ACUITY BRANDS	9,179.62	2,833 77	11,592 69		8,758 92
10-31-2006	05-28-2015	100 0000	CVS HEALTH CORP	9,704.00	3,150 11	10,308 21		7,158 10

EXHIBIT D PAGE 1 X 2

LIMC LATHROP INVESTMENT MANAGEMENT CORPORATION

Lathrop Investment Management Corporation
REALIZED GAINS AND LOSSES
Eric Scott Bottin Foundation
From 12-31-14 Through 12-31-15

47-6667880

Open Date	Close Date	Quantity	Security	Book Value	Cost Basis	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
12-30-2008	05-28-2015	100 0000	WALT DISNEY	9,477.50	2,176 23	11,008 95		8,832 72
12-27-2010	05-28-2015	150 0000	ELECTRONIC ARTS	7,119.00	2,418 33	9,523 52		7,105 19
05-19-2006	05-28-2015	5 0000	FAIRFAX FINANCIAL HOLDINGS, INC.	2,624.75	564 60	2,493.83		1,929.23
05-19-2006	05-28-2015	10 0000	FAIRFAX FINANCIAL HOLDINGS, INC.	5,249.50	1,129 20	4,987 67		3,858 47
05-19-2006	05-28-2015	25 0000	FAIRFAX FINANCIAL HOLDINGS, INC.	13,123.75	2,822 99	12,469 18		9,646 19
01-24-2011	05-28-2015	175 0000	JARDEN	8,449.00	2,585 86	9,519.62		6,933 76
12-11-2009	05-28-2015	240 0000	VALERO ENERGY	11,916.00	3,705 69	14,091 73		10,386.04
09-07-2011	07-10-2015	50 0000	ACUITY BRANDS	7,061.24	2,179 83	9,459 88		7,280 05
12-27-2010	07-10-2015	75 0000	ELECTRONIC ARTS	3,559.50	1,209 16	5,362 85		4,153.68
05-19-2006	07-10-2015	335 0000	NOBLE AFFILIATES	15,793.57	7,068 49	13,088 64		6,020.15
03-31-2015	08-06-2015	300 0000	CONVERGYS GROUP	6,808.29	6,808 29	7,047 58	239 29	
10-31-2006	11-25-2015	40 0000	CVS HEALTH CORP	3,881.60	1,260 02	3,719.25		2,459.23
10-31-2006	11-25-2015	10 0000	CVS HEALTH CORP	970.40	315 01	929 81		614 80
12-30-2008	11-25-2015	35 0000	WALT DISNEY	3,317.13	761 68	4,146 87		3,385 19
05-12-2006	11-25-2015	100 0000	THERMO FISHER	12,655.00	3,803 47	13,820 97		10,017 50
05-12-2006	11-25-2015	15 0000	THERMO FISHER	1,898.25	570 52	2,073 14		1,502 62
09-07-2011	12-04-2015	30.0000	ACUITY BRANDS	4,236.75	1,307 90	6,765.26		5,457 36
10-31-2006	12-04-2015	25 0000	CVS HEALTH CORP	2,726.00	787 51	2,369 57		1,582 06
12-27-2010	12-04-2015	100 0000	ELECTRONIC ARTS	4,746 00	1,612 22	7,015 42		5,403 20
02-12-2009	12-04-2015	50 0000	ILLINOIS TOOL	4,784.00	1,716 95	4,684 87		2,967.92
04-26-2006	12-04-2015	100 0000	NIKE CLASS B	9,682.50	2,045 75	13,227 61		11,181 86
10-31-2006	12-23-2015	85 0000	CVS HEALTH CORP	8,248.40	2,677 59	8,369 52		5,691 93
TOTAL GAINS							239 29	411,356 06
TOTAL LOSSES							0 00	0 00
				600,689.78	204,999.36	616,594.72	239.29	411,356.06
TOTAL REALIZED GAIN/LOSS		411,595 36						

SHORT TERM	6,808.29	7,047.58	239.29
LONG TERM	198,191.07	609,547.14	411,356.06

EXHIBIT D PAGE 2 x 2

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

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT D			01/01/15	12/31/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,047.	6,808.	0.	0.	239.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EXHIBIT D			01/01/14	12/31/15

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
609,547.	593,882.	0.	0.	15,665.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	15,904.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB & CO., INC	5.	5.	
TOTAL TO PART I, LINE 3	5.	5.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CHARLES SCHWAB & CO., INC	14,135.	0.	14,135.	14,135.	
TO PART I, LINE 4	14,135.	0.	14,135.	14,135.	

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	5,283.	5,283.		0.
TO FORM 990-PF, PG 1, LN 16C	5,283.	5,283.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
2,100 SHRS - ELECTRONIC ARTS	128,604.	144,312.
2,205 SHRS - JARDEN	117,828.	125,950.
2,075 SHRS - EMC	58,711.	53,286.
1,600 SHRS - FREEPORT-MCMORAN COPPER	0.	0.
1,600 SHRS - NOBLE AFFILIATES	0.	0.
100 SHRS - LEXMARK INTERNATIONAL INC. - A	0.	0.
2,000 SHRS - VALERO ENERGY	0.	0.
120 SHRS - BERKSHIRE HATHAWAY CL B	18,169.	15,845.
290 SHRS - FAIRFAX FINANCIAL HOLDINGS, INC.	0.	0.
3,000 SHRS - NOKIA CORP SPONSORED ADR	0.	0.
2,200 SHRS - MICROSOFT	116,793.	122,056.
520 SHRS - ACUITY BRANDS	101,328.	121,576.
1,650 SHRS - NIKE CLASS B	95,718.	103,125.
560 SHRS - THERMO FISHER	74,842.	79,436.
850 SHRS - ILLINOIS TOOL WORKS	80,635.	78,778.
790 SHRS - WALT DISNEY	80,484.	83,013.
550 SHRS - PHILLIPS 66	0.	0.
915 SHRS - CVS HEALTH CORP	89,529.	89,459.
700 SHRS - HEWLETT-PACKARD	0.	0.
72 SHRS - VECTRUS INC	0.	0.

900 SHRS - JOHNSON CONTROLS	42,924.	35,541.
1,190 SHRS - ADOBE SYSTEMS	103,815.	111,789.
3,700 SHRS - CISCO SYSTEMS	102,906.	100,473.
2,975 SHRS - CONVERGYS GROUP	70,378.	74,048.
575 SHRS - CULLEN/FROST	39,639.	34,500.
716 SHRS - EXXON MOBIL	56,893.	55,812.
4,650 SHRS - GENERAL ELECTRIC	136,496.	144,847.
925 SHRS - JACOBS ENGINEERING	40,278.	38,804.
1,475 SHRS - LAZARD LTD-CL A	70,782.	66,390.
465 SHRS - NXP SEMICONDUCTORS	36,664.	39,176.
560 SHRS - QUALCOMM	38,754.	27,992.
400 SHRS - SCHLUMBERGER	34,484.	27,900.
450 SHRS - SM ENERGY CO.	23,699.	8,847.
1,460 SHRS - TARGET	109,796.	106,011.
525 SHRS - TRIUMPH GROUP	34,551.	20,869.
375 SHRS - UNITED PARCEL SERVICE	38,984.	36,086.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,943,684.	1,945,921.

FORM 990-PF CASH DEEMED CHARITABLE EXPLANATION STATEMENT STATEMENT 6
PART X, LINE 4

ALL CASH IS TO BE USED FOR CONTRIBUTIONS TO CHARITABLE ENTITIES.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 7

NAME OF MANAGER

JAMES A. BOTTIN
DONNA K. BOTTIN