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ENVELOPE MAY 10 2016  
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For calendar year **2015** or tax year beginning , **2015**, and ending , **20**

Name of foundation <b>THE LOWELL F. JOHNSON FOUNDATION</b>		A Employer identification number <b>52-1776774</b>
Number and street (or P O box number if mail is not delivered to street address) <b>PNC BANK, NA, 1600 MARKET ST - TAX DEPT</b>		B Telephone number (see instructions) <b>215-585-5597</b>
City or town, state or province, country, and ZIP or foreign postal code <b>PHILADELPHIA, PA 19103-7240</b>		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 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) ▶ \$ <b>2,325,082.</b>		F If the foundation is in a 60-month termination under section 507(b)(1)(B) check here . . . . . <input type="checkbox"/>
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B. . . . .				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities . . . . .	62,343.	62,343.		STMT 1
5a	Gross rents . . . . .				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	89,487.			
b	Gross sales price for all assets on line 6a <b>509,378.</b>				
7	Capital gain net income (from Part IV, line 2) . . . . .		89,487.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11. <b>151,830.</b>	151,830.	151,830.		
13	Compensation of officers, directors, trustees, etc. . . . .	14,012.	10,509.		3,503.
14	Other employee salaries and wages . . . . .		NONE	NONE	
15	Pension plans, employee benefits . . . . .		NONE	NONE	
16a	Legal fees (attach schedule) . . . . .				
b	Accounting fees (attach schedule) . . . . .				
c	Other professional fees (attach schedule) . . . . .				
17	Interest . . . . .				
18	Taxes (attach schedule) (see instructions) <b>STMT 7</b>	4,541.	484.		
19	Depreciation (attach schedule) and depletion . . . . .				
20	Occupancy . . . . .				
21	Travel, conferences, and meetings . . . . .		NONE	NONE	
22	Printing and publications . . . . .		NONE	NONE	
23	Other expenses (attach schedule) <b>STMT 8</b>	8,712.	3,342.		5,370.
24	Total operating and administrative expenses. Add lines 13 through 23. . . . .	27,265.	14,335.	NONE	8,873.
25	Contributions, gifts, grants paid . . . . .	117,000.			117,000.
26	Total expenses and disbursements. Add lines 24 and 25	144,265.	14,335.	NONE	125,873.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements . . . . .	7,565.			
b	Net investment income (if negative, enter -0-) . . . . .		137,495.		
c	Adjusted net income (if negative, enter -0-) . . . . .				

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .		-1.	39,785.	39,785.
	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 (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .				
		Less allowance for doubtful accounts ▶ . . . . .	NONE			
	8	Inventories for sale or use . . . . .				
	9	Prepaid expenses and deferred charges . . . . .				
	10a	Investments - U S and state government obligations (attach schedule) . . . . .		32,808.	15,008.	17,974.
		b Investments - corporate stock (attach schedule) . . . . .		1,046,255.	1,098,985.	1,358,713.
		c Investments - corporate bonds (attach schedule) . . . . .				
	11	Investments - land, buildings, and equipment basis ▶ . . . . .				
	Less accumulated depreciation (attach schedule) ▶ . . . . .					
12	Investments - mortgage loans . . . . .					
13	Investments - other (attach schedule) . . . . .	STMT 9.	1,012,132.	914,419.	908,610.	
14	Land, buildings, and equipment basis ▶ . . . . .					
	Less accumulated depreciation (attach schedule) ▶ . . . . .					
15	Other assets (describe ▶ . . . . .)					
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		2,091,194.	2,068,197.	2,325,082.	
<b>Liabilities</b>	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 (attach schedule) . . . . .				
	22	Other liabilities (describe ▶ . . . . .)				
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE		
<b>Net Assets or Fund Balances</b>	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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .		2,091,194.	2,068,197.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .		NONE		
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		2,091,194.	2,068,197.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		2,091,194.	2,068,197.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	2,091,194.
2	Enter amount from Part I, line 27a . . . . .	2	7,565.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10 . . . . .	3	3,631.
4	Add lines 1, 2, and 3 . . . . .	4	2,102,390.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11 . . . . .	5	34,193.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,068,197.

Form **990-PF** (2015)

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 509,378.		419,891.	89,487.	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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		
<b>a</b>			89,487.	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }	<b>2</b>	89,487.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	<b>3</b>	

**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	120,833.	2,468,857.	0.048943
2013	94,143.	2,312,759.	0.040706
2012	118,701.	2,199,839.	0.053959
2011	95,978.	2,149,257.	0.044656
2010	96,321.	2,014,092.	0.047824
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.236088
<b>3</b> 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			<b>3</b> 0.047218
<b>4</b> Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			<b>4</b> 2,437,174.
<b>5</b> Multiply line 4 by line 3			<b>5</b> 115,078.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 1,375.
<b>7</b> Add lines 5 and 6			<b>7</b> 116,453.
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 125,873.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	1,375.
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 . . . . .			
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	
3 Add lines 1 and 2 . . . . .		3	1,375.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	1,375.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015 . . . . .	6a 3,840.		
b Exempt foreign organizations - tax withheld at source . . . . .	6b NONE		
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c NONE		
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .		7	3,840.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .		10	2,465.
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ▶ 688. Refunded ▶		11	1,777.

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

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

	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 ▶ SEE STATEMENT 12 Telephone no ▶ Located at ▶ ZIP+4 ▶		
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		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .		
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

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

	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 checked="" type="checkbox"/> Yes <input 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)? . . . . .		X
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? . . . . .		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 ▶		
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) . . . . .		X
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? . . . . .	<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) . . . . .		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?		X

Form 990-PF (2015)

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

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

(1) Carry on 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)? ☐ Yes ☒ No

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? ☐ 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? ☐ Yes ☒ No

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? ☐ Yes ☒ No

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PNC BANK, NA	TRUSTEE			
620 LIBERTY AVENUE, PITTSBURGH, PA 15222	3	14,012	-0-	-0-
JOY J DONAHUE	CO-FIDUCIARY			
291 STONY BROOK ROAD, NEW LONDON, NH 03257	1	-0-	-0-	-0-
DON JOHNSON	CO-FIDUCIARY			
22 HICKORY HOLLOW COURT, EDISON, NJ 08820	1	-0-	-0-	-0-
JOHN M BONK	CO-TRUSTEE			
SIX HILLTOP ROAD, MILFORD, NJ 08848	1	-0-	-0-	-0-

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

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

**Total number of other employees paid over \$50,000** ☐ **NONE**

Form 990-PF (2015)

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total</b> number of others receiving over \$50,000 for professional services . . . . .		NONE

**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 <u>NONE</u>	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
<b>1</b> <u>NONE</u>  	
<b>2</b> _____  	
All other program-related investments See instructions <b>3</b> <u>NONE</u>  	
<b>Total.</b> Add lines 1 through 3 . . . . .	

Form **990-PF** (2015)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	2,474,288.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	NONE
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	2,474,288.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . . <b>1e</b>		
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	2,474,288.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	37,114.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,437,174.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	121,859.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	121,859.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5 . . . . . <b>2a</b>		1,375.
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI) . . . . . <b>2b</b>		
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,375.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	120,484.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	120,484.
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	120,484.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	125,873.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	125,873.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	1,375.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	124,498.

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7 . . . . .				120,484.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only. . . . .			106,223.	
<b>b</b> Total for prior years 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010 . . . . .	NONE			
<b>b</b> From 2011 . . . . .	NONE			
<b>c</b> From 2012 . . . . .	NONE			
<b>d</b> From 2013 . . . . .	NONE			
<b>e</b> From 2014 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 125,873.				
<b>a</b> Applied to 2014, but not more than line 2a . . . . .			106,223.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2015 distributable amount . . . . .				19,650.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016 . . . . .				100,834.
<b>7</b> 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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011 . . . . .	NONE			
<b>b</b> Excess from 2012 . . . . .	NONE			
<b>c</b> Excess from 2013 . . . . .	NONE			
<b>d</b> Excess from 2014 . . . . .	NONE			
<b>e</b> Excess from 2015 . . . . .	NONE			

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

NOT APPLICABLE

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

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

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

Check here ☒ 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	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
Name and address (home or business)				
<b>a Paid during the year</b>  SEE STATEMENT 16				117,000.
<b>Total</b> . . . . .			▶ <b>3a</b>	117,000.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			▶ <b>3b</b>	

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments . . . . .					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities . . . . .			14	62,343.	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property . . . . .					
<b>b</b> Not debt-financed property . . . . .					
<b>6</b> Net rental income or (loss) from personal property . .					
<b>7</b> Other investment income . . . . .					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	89,487.	
<b>9</b> Net income or (loss) from special events . . .					
<b>10</b> Gross profit or (loss) from sales of inventory . .					
<b>11</b> Other revenue <b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e) . . . . .				151,830.	
<b>13</b> Total. Add line 12, columns (b), (d), and (e) . . . . .				151,830.	151,830.

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

[illegible]

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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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

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

**Sign  
Here**

  
Signature of officer or trustee

05/06/2016  
Date

VICE PRESIDENT  
 Title

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

PNC BANK, N.A. BY:

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check <input type="checkbox"/> if self-employed	PTIN
---	------

Firm's name ▶

Firm's EIN ▶

Firm's address ▶

Phone no

Form **990-PF** (2015)

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AT&T INC	624.	624.
ABBOTT LABORATORIES INC	142.	142.
ABBVIE INC	87.	87.
AETNA INC NEW	175.	175.
INVESCO CONVERTIBLE SECURITIES FUND CLAS	640.	640.
AIR PRODUCTS & CHEMICALS INC	38.	38.
ALTRIA GROUP INC	652.	652.
AMERICAN ELECTRIC POWER INC	121.	121.
AMERICAN EXPRESS CO	153.	153.
AMGEN INC	316.	316.
ANHEUSER BUSCH INBEV SPONSORED ADR	58.	58.
APPLE INC	829.	829.
ARTISAN SMALL CAP VALUE FUND INVESTOR CL	229.	229.
AUTOMATIC DATA PROCESSING INC	36.	36.
BCE INC ISIN CA05534B7604 SEDOL B188TH2	414.	414.
BP PLC SPONSORED ADR	577.	577.
BECTON DICKINSON & CO	185.	185.
BLACKROCK FDS HIGH YIELD BD PORTFOLIO	5,760.	5,760.
BOEING CO	273.	273.
CBS CORP CLASS B WI	75.	75.
CIGNA CORP	5.	5.
CVS CAREMARK CORP	293.	293.
CANADIAN PACIFIC RAILWAY LTD SEDOL 27931	10.	10.
CATERPILLAR INC	35.	35.
CHEVRON CORPORATION	447.	447.
CISCO SYS INC COM	451.	451.
COCACOLA CO	335.	335.
COCA COLA ENTERPRISES	196.	196.
COMCAST CORPORATION CL A	281.	281.
COMCAST CORP CLASS A SPECIAL	79.	79.
CONOCOPHILLIPS	662.	662.
CONSTELLATION BRANDS INC CL A	140.	140.

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DANAHER CORP	22.	22.
DELTA AIR LINES INC	158.	158.
DEUTSCHE GLB REAL EST SEC-I	2,040.	2,040.
DIAGEO P L C SPNSRD ADR NEW	62.	62.
DISNEY WALT CO	403.	403.
DISCOVER FINANCIAL W/I	135.	135.
DODGE & COX INCOME FUND	1,566.	1,566.
DOMINION RES INC VA NEW COM	273.	273.
DUKE ENERGY HOLDING CORP	506.	506.
EOG RES INC	110.	110.
EASTMAN CHEM CO	120.	120.
EATON VANCE FLOATING RATE FUND CLASS I	371.	371.
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN	2,322.	2,322.
EXXON MOBIL CORP	640.	640.
FIDELITY ADVISOR FLOATING HIGH INCOME FU	1,843.	1,843.
FIDELITY NATIONAL INFORMATION	40.	40.
FOOT LOCKER INC	146.	146.
FRANKLIN RES INC COM	148.	148.
GENERAL ELEC CO COM	639.	639.
GENERAL MILLS INC COM	291.	291.
GILEAD SCIENCES INC COM	218.	218.
GLAXO WELLCOME PLC SPONSORED ADR	649.	649.
GOLDMAN SACHS GROUP INC COM	48.	48.
HCP INC REIT	312.	312.
HANESBRANDS INC - W/I	160.	160.
HARBOR FD INTL FD	2,758.	2,758.
HEALTH CARE REIT INC REIT	146.	146.
HELMERICH & PAYNE INC COM	275.	275.
HOME DEPOT INC COM	236.	236.
HONEYWELL INTL INC	66.	66.
ILLINOIS TOOL WORKS INC COM	70.	70.
IMPERIAL TOBACCO GROUP PLC ADR	71.	71.
INTEL CORP	36.	36.



## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
INTERCONTINENTAL EXCHANGE INC	14.	14.
INTERNATIONAL BUSINESS MACHS CORP	139.	139.
ISHARES MSCI EMERGING MKTS INDEX FUND	389.	389.
ISHARES US PREFERRED STOCK ETF	2,855.	2,855.
ISHARES FLOATING RATE BOND ETF	131.	131.
J P MORGAN CHASE & CO COM	761.	761.
THE JPMORGAN ALERIAN MLP INDEX ETN	2,322.	2,322.
JOHNSON & JOHNSON COM	824.	824.
JOHNSON CONTROLS INC	72.	72.
KIMBERLY-CLARK CORP COM	203.	203.
KINDER MORGAN INC	208.	208.
KRAFT HEINZ CO/THE	245.	245.
KRAFT FOODS GROUP INC MERGED 07/02/2015	166.	166.
KROGER CO	198.	198.
LAUDER ESTEE COS INC CL A	39.	39.
LINCOLN NATIONAL CORP	120.	120.
LOCKHEED MARTIN CORP	339.	339.
LORILLARD INC MERGED 06/12/2015 @ \$50.50	79.	79.
MAGNA INTERNATIONAL ISIN CA5592224011	220.	220.
MANPOWER GROUP INC	200.	200.
MCDONALDS CORP COM	535.	535.
MCKESSON HBOC INC COMMN	75.	75.
MERCK & CO INC	518.	518.
METLIFE INC COM	131.	131.
METROPOLITAN WEST UNCONSTRAINED BOND FUN	201.	201.
MICROSOFT CORP	398.	398.
MONDELEZ INTERNATIONAL	5.	5.
NASDAQ INC	35.	35.
NATIONAL GRID PLC SP ADR	386.	386.
NESTLE S A SPONSORED ADR REPSTG REG SH	269.	269.
NIKE INC CL B	3.	3.
NORTHROP GRUMMAN CORPORATION	49.	49.
NOVARTIS AG SPONSORED ADR	45.	45.

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STATEMENT 3

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
NOVO NORDISK A S ADR	58.	58.
OCCIDENTAL PETE CORP COM	175.	175.
OMEGA HEALTHCARE INVS INC	134.	134.
ORACLE CORP	212.	212.
PIMCO FDS PAC INVT MGMT SER TOTAL RETURN	2,172.	2,172.
PPG INDS INC COM	48.	48.
PNC LIMITED MATURITY BOND FUND CLASS I F	1,060.	1,060.
PPL CORPORATION COM	293.	293.
PACKAGING CORP OF AMERICA COM	308.	308.
PEPSICO INC COM	156.	156.
PFIZER INC COM	160.	160.
PHILIP MORRIS INTERNAT-W/I	1,204.	1,204.
PHILLIPS 66	16.	16.
POLARIS INDS INC	159.	159.
PRAXAIR INC	51.	51.
PRINCIPAL FINANCIAL GROUP COM	338.	338.
PROCTER & GAMBLE CO	833.	833.
PRUDENTIAL FINANCIAL INC COM	37.	37.
QUALCOMM	279.	279.
REALTY INCOME CORP COM	184.	184.
REGIONS FINANCIAL CORP	132.	132.
REYNOLDS AMERICAN INC	547.	547.
ROCHE HOLDINGS LTD ADR	79.	79.
ROYAL DUTCH SHELL PLC ADR B	622.	622.
ROYAL DUTCH SHELL PLC ADR A	83.	83.
SABMILLER PLC SPONSORED ADR	23.	23.
ST JUDE MEDICAL INC	163.	163.
SANOFI SPONSORED ADR	76.	76.
SCHLUMBERGER LTD COM	314.	314.
SENIOR HSG PPTYS TR SH BEN INT	90.	90.
SKYWORKS SOLUTIONS INC COM	195.	195.
SOUTHERN CO	510.	510.
SOUTHWEST AIRLINES COM	74.	74.

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
STATE STR CORP COM	67.	67.
SUNTRUST BANKS INC COM	161.	161.
TARGET CORP	112.	112.
TEMPLETON GLOBAL BOND FUND AD FUND	739.	739.
TEXAS INSTRS INC COM	142.	142.
THERMO ELECTRON CORP COM	14.	14.
3M COMPANY COM	39.	39.
TIME WARNER INC	52.	52.
TIME WARNER CABLE	12.	12.
TOTAL FINA S A	396.	396.
THE TRAVELERS COS INC	330.	330.
TWENTY-FIRST CENTURY-CL A-WI	20.	20.
US BANCORP DEL COM NEW	36.	36.
UNILEVER PLC W/I SPONSORED ADR	220.	220.
UNION PAC CORP COM	245.	245.
UNITED PARCEL SERVICE INC CL B	56.	56.
USA TREASURY NOTES TREASURY INFLATION PR	208.	208.
USA TREASURY BOND TREASURY INFLATION PRO	160.	160.
UNITED TECHNOLOGIES CORP COM	328.	328.
VENTAS INC	307.	307.
VERIZON COMMUNICATIONS COM	1,195.	1,195.
VISA INC CLASS A SHARES	58.	58.
VODAFONE GROUP PLC-SP ADR ADR SEDOL B59D	200.	200.
WEC ENERGY GROUP INC	173.	173.
WAL MART STORES INC COM	52.	52.
WALGREENS BOOTS ALLIANCE INC	28.	28.
WELLS FARGO & CO NEW COM	779.	779.
WELLTOWER INC	112.	112.
WILLIAMS COS INC DEL COM	142.	142.
WISCONSIN ENERGY CORP	263.	263.
WYNDHAM WORLDWIDE CORP	252.	252.
XILINX INC COM	16.	16.
BLACKROCK LIQUIDITY FUNDS TEMPFUND	24.	24.

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## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ACCENTURE PLC CLASS A ISIN IE00B4BNMY34	121.	121.
DELPHI AUTOMOTIVE PLC SEDOL B783TY6	44.	44.
EATON CORP PLC SEDOL B8KQN82	54.	54.
INVESCO LTD ISIN BMG491BT1088 SEDOL B28X	212.	212.
MEDTRONIC PLC	60.	60.
PENTAIR PLC SEDOL BLS09MS	14.	14.
TYCO INTL PL SEDOL BQRQXQ9	34.	34.
ACE LIMITED NAME CHG 01/15/16 SEE H1467J	320.	320.
TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN C	224.	224.
ASML HOLDING NV-NY SEDOL B908F01	6.	6.
ROYAL CARIBBEAN CRUISES LTD SEDOL 275490	159.	159.
TOTAL	62,343.	62,343.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	484.	484.
FEDERAL TAX PAYMENT - PRIOR YE	1,859.	
FEDERAL ESTIMATES - PRINCIPAL	2,198.	
	-----	-----
TOTALS	4,541.	484.
	=====	=====

THE LOWELL F. JOHNSON FOUNDATION

52-1776774

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER NON-ALLOCABLE EXPENSE -	433.		433.
MAP MANAGEMENT FEES	3,312.	3,312.	
GRANTMAKING FEES	4,937.		4,937.
ADR SERVICE FEES	30.	30.	
TOTALS	8,712.	3,342.	5,370.
	=====	=====	=====

THE LOWELL F. JOHNSON FOUNDATION

52-1776774

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	ENDING BOOK VALUE -----	ENDING FMV ----
MUTUAL FUNDS - FIXED	C	539,079.	521,160.
MUTUAL FUNDS - EQUITY	C	330,650.	348,145.
ALTERNATIVE INVESTMENTS	C	44,690.	39,305.
		-----	-----
TOTALS		914,419.	908,610.
		=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
SHARES MEDTRONIC PLC RECIEVED FOR MERGER	2,629.
SHS REYNOLDS AMERICAN INC REC. IN MERGER	1,002.
	-----
TOTAL	3,631.
	=====



## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION -----	AMOUNT -----
ADJ FROM CARRYING VALUE TO TAX COST	31,654.
SHS MEDTRONIC INC DELIVERED FOR MERGER	2,539.
	-----
TOTAL	34,193.
	=====

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF  
=====

NAME: PNC BANK, NA  
TAX DEPARTMENT  
ADDRESS: 1600 MARKET STREET  
PHILADELPHIA, PA 19103  
  
TELEPHONE NUMBER: (215)585-5597

=====

## RECIPIENT NAME:

AMERICAN FEDERATION FOR AGING

## ADDRESS:

55 WEST 39TH STREET, #16

NEW YORK, NY 10018

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

GENERAL OPERATING EXPENSES

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

## RECIPIENT NAME:

AMERICAN HEART ASSOCIATION INC

## ADDRESS:

ONE UNION STREET, SUITE 301

ROBBINSVILLE, NJ 08691

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

STROKE EDUCATION SUPPORT

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

SUMMIT SPEECH SCHOOL

## ADDRESS:

705 CENTRAL AVENUE

NEW PROVIDENCE, NJ 07974

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT OF PARENT INFANT PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 4,000.

=====

## RECIPIENT NAME:

LITERACY VOLUNTEERS OF SOMERSET  
COUNTY

## ADDRESS:

120 FINDERNE AVENUE - BOX 7  
BRIDGEWATER, NJ 08807

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

TUTORING FOR ADULTS

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

MOORESTOWN VISITING NURSE ASSOC

## ADDRESS:

300 HARPER DRIVE  
MOORESTOWN, NJ 08057

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT OF HOME CARE PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 3,000.

## RECIPIENT NAME:

HABITAT FOR HUMANITY INTERNATIONAL INC

## ADDRESS:

100 WEST MAIN STREET  
SOMERVILLE, NJ 08876

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

HABITAT HOMES

## FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
BIG BROTHERS BIG SISTERS OF  
MONMOUTH AND MIDDLESEX COUNTIES  
ADDRESS:  
305 BOND STREET  
ASBURY PARK, NJ 07712  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
YOUTH MENTORING  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:  
PLAINFIELD CITY UNION OF THE KINGS  
DAUGHTERS  
ADDRESS:  
502 WEST FRONT STREET  
PLAINFIELD, NJ 07060  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
SUPPORT OF EARLY CARE AND EDUCATION  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
THE COLLEGE OF NEW JERSEY  
FOUNDATION INC  
ADDRESS:  
P.O. BOX 7718  
EWING, NJ 08628  
RELATIONSHIP:  
NONE  
PURPOSE OF GRANT:  
GENERAL SCHOLARSHIP SUPPORT  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:

GREAT SWAMP WATERSHED ASSOCIATION

ADDRESS:

P.O. BOX 300

NEW VERNON, NJ 07976

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

ENVIRONMENTAL EDUCATION

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 5,000.

RECIPIENT NAME:

HUNTERDON MEDICAL CENTER

FOUNDATION INC

ADDRESS:

2100 WESCOTT DRIVE

FLEMINGTON, NJ 08822

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

TELEHEALTH PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

RECIPIENT NAME:

COMMUNITY FOOD BANK OF NEW

JERSEY INC

ADDRESS:

31 EVANS TERMINAL

HILLSIDE, NJ 07205

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

PEDIATRIC PANTRY

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 15,000.

TOTAL GRANTS PAID:

117,000.

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## FEDERAL CAPITAL GAIN DISTRIBUTIONS

=====

## LONG-TERM CAPITAL GAIN DISTRIBUTIONS

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## 15% RATE CAPITAL GAIN DISTRIBUTIONS

ARTISAN SMALL CAP VALUE FUND INVESTOR CLASS F	3,270.00
BARON SMALL CAP FUND INSTITUTIONAL	4,727.00
DODGE & COX INCOME FUND	37.00
HARBOR FD INTL FD	4,522.00

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## TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS

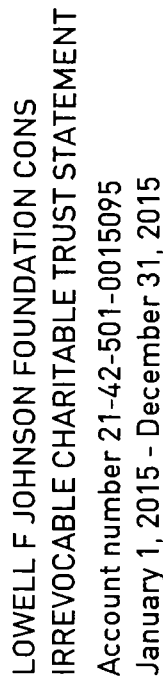
12,556.00

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## TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS

12,556.00

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## Portfolio value

### Portfolio value by asset class

\* We use tax cost to calculate the cost of your portfolio. When this information is not available for all assets, your portfolio's tax cost may be understated. To determine if we have tax cost information for all your assets, call Daniel Sargo your Account Advisor.

Part II, Balance Sheets