EXTENDED TO AUGUST 15, 2016

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation WILLARD V. BENNETT 1992 PRIVATE FOUNDATION TRUST	**A** Employer identification number 65-6103462
Number and street (or P O box number if mail is not delivered to street address) Room/suite 18 AUBURN DRIVE	**B** Telephone number (561) 586-6682
City or town, state or province, country, and ZIP or foreign postal code LAKE WORTH, FL 33460	**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)* ▶$ 1,822,465.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc, received			N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	6,838.	6,838.		STATEMENT 1
4 Dividends and interest from securities	38,907.	38,907.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	12,544.			
b Gross sales price for all assets on line 6a 179,908.				
7 Capital gain net income (from Part IV, line 2)		12,544.		
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	58,289.	58,289.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	13,672.	11,622.		2,050.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 3	1,050.	420.		630.
b Accounting fees STMT 4	2,168.	2,168.		0.
c Other professional fees STMT 5	16,356.	16,356.		0.
17 Interest				
18 Taxes STMT 6	1,082.	809.		0.
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	34,328.	31,375.		2,680.
25 Contributions, gifts, grants paid	95,764.			95,764.
26 **Total expenses and disbursements.** Add lines 24 and 25	130,092.	31,375.		98,444.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-71,803.			
b **Net investment income** (if negative, enter -0-)		26,914.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED JUL 01 2016 OGDEN, UT

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	32,916.	22,132.	22,132.
	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 7	898,791.	916,259.	1,170,888.
	c Investments - corporate bonds STMT 8	608,215.	608,549.	627,265.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	76,674.	0.	0.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	4,327.	2,180.	2,180.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,620,923.	1,549,120.	1,822,465.
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 ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	2,532,057.	2,532,057.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-911,134.	-982,937.	
	30 **Total net assets or fund balances**	1,620,923.	1,549,120.	
	31 **Total liabilities and net assets/fund balances**	1,620,923.	1,549,120.	

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	1,620,923.
2	Enter amount from Part I, line 27a	2	-71,803.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,549,120.
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	1,549,120.

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	MFC FLEXSHARES TR MORNINGSTAR GLOBL UPSTREAM			
b	NAT RES INDEX FD-2225 SHS	P	VARIOUS	07/09/15
c	THE NORTHERN TRUST COMPANY-SEE STMT 14	P	VARIOUS	VARIOUS
d	THE NORTHERN TRUST COMPANY-SEE STMT 15	P	VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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				
b	63,671.		76,674.	-13,003.
c	17,661.		20,181.	-2,520.
d	98,223.		70,509.	27,714.
e	353.			353.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				
b				-13,003.
c				-2,520.
d				27,714.
e				353.

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 12,544.

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	94,483.	1,981,941.	.047672
2013	92,576.	1,932,050.	.047916
2012	94,422.	1,885,149.	.050087
2011	90,040.	1,912,151.	.047088
2010	80,466.	1,823,564.	.044126

2	Total of line 1, column (d)	2	.236889
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	.047378
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	1,928,874.
5	Multiply line 4 by line 3	5	91,386.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	269.
7	Add lines 5 and 6	7	91,655.
8	Enter qualifying distributions from Part XII, line 4	8	98,444.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	269.
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	269.
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	269.
6	Credits/Payments:			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a 1,309.		
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	1,309.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	1,040.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	1,040. Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *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) ▶ FL			
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

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 ▶ SUSAN L. PETERSEN Telephone no ▶ (561) 586-6682

Located at ▶ 18 AUBURN DRIVE, LAKE WORTH, FL ZIP+4 ▶ 33460

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)?	1b		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?	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)*

		Yes	No
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 [X] 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 [X] No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	[ ] Yes [X] 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 [X] 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 [X] 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 [X] 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
JOSEPH M. FLEMING, ESQ 11891 U S HIGHWAY ONE, SUITE 100 NORTH PALM BEACH, FL 33408	DIRECTOR 2.00	6,836.	0.	0.
SUSAN L. PETERSEN 18 AUBURN DRIVE LAKE WORTH, FL 33460	DIRECTOR 2.00	6,836.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services	▶	0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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 STATEMENT 13	1a	1,892,060.
b	Average of monthly cash balances STATEMENT 13	1b	66,188.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,958,248.
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	1,958,248.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,374.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,928,874.
6	**Minimum investment return.** Enter 5% of line 5	6	96,444.

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	96,444.
2a	Tax on investment income for 2015 from Part VI, line 5 2a 269.		
b	Income tax for 2015 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	269.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	96,175.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	96,175.
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	96,175.

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	98,444.
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	98,444.
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	269.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	98,175.

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				96,175.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			95,764.	
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 ▶ $ 98,444.				
a Applied to 2014, but not more than line 2a			95,764.	
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				2,680.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				93,495.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

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

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

	Tax year	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))

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
PALM BEACH ATLANTIC UNIVERSITY 901 S. FLAGLER DRIVE WEST PALM BEACH, FL 33401		TAX EXEMPT	CHARITABLE/EDUCATIONAL	95,764.
Total			▶ 3a	95,764.
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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6,838.	
4 Dividends and interest from securities			14	38,907.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	12,544.	
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.		58,289.	0.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 58,289.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Susan R. Petersen 6-20-16 ▶ Director

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
MISTY TRAVANI	Misty Travani	6-9-16		P00177968
Firm's name ▶ TRAVANI & RICHTER, P.A.			Firm's EIN ▶ 65-1159412	
Firm's address ▶ 1935 COMMERCE LANE, STE 9 JUPITER, FL 33458			Phone no. 561-743-5335	

Form 990-PF (2015)

523622 11-24-15

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST #35825	6,838.	6,838.	
TOTAL TO PART I, LINE 3	6,838.	6,838.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NORTHERN TRUST #35825-DIVIDENDS	29,562.	304.	29,258.	29,258.	
NORTHERN TRUST #54563-DIVIDENDS	9,698.	49.	9,649.	9,649.	
TO PART I, LINE 4	39,260.	353.	38,907.	38,907.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,050.	420.		630.
TO FM 990-PF, PG 1, LN 16A	1,050.	420.		630.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,168.	2,168.		0.
TO FORM 990-PF, PG 1, LN 16B	2,168.	2,168.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	16,356.	16,356.		0.
TO FORM 990-PF, PG 1, LN 16C	16,356.	16,356.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	809.	809.		0.
EXCISE TAX	273.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,082.	809.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST-SEE STATEMENT 11	916,259.	1,170,888.
TOTAL TO FORM 990-PF, PART II, LINE 10B	916,259.	1,170,888.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST-SEE STATEMENT 12	608,549.	627,265.
TOTAL TO FORM 990-PF, PART II, LINE 10C	608,549.	627,265.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MFC FLEXSHARES TR MORNINGSTAR GLOBAL UPSTREAM RES INDEX FD	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS RECEIVABLE	3,018.	1,144.	1,144.
EXCISE TAX RECEIVABLE	1,309.	1,036.	1,036.
TO FORM 990-PF, PART II, LINE 15	4,327.	2,180.	2,180.

FORM 990-PF CORPORATE STOCKS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MFC MIDCAP SPDR TR UNIT SER 1 STANDARD & POORS	15,495	33,032
SPDR DOW JONES REIT ETF	62,165	82,467
MFC ISHARES TR RUSSELL 2000 INDEX FD	14,230	33,753
MFC ISHARES TR MSCI EAFE INDEX FD	44,772	49,938
MFB NORTHERN INTL EQUITY INDEX FD	104,317	112,972
MFC ISHARES TR GLOBAL INFRASTRUCTURE ETF INDEX FD	29,649	25,165
MFB NORTHERN EMERGING MARKETS EQUITY FUND	83,701	61,295
MFC VANGUARD FTSE EMERGING MKTS ETF	88,150	65,420
SPDR S&P 500 ETF TRUST	101,256	163,112
ACTIVISION BLIZZARD INC COM STK	5,857	11,342
ALPHABET INC CAP STK CL A	2,399	8,558
ALPHABET INC CAP STK CL C	9,486	18,972
AMERICAN EXPRESS CO., COMMON STOCK	6,831	9,598
AMERICAN TOWER CORP	6,548	8,725
AMGEN INC COMMON STOCK	2,211	5,357
APPLE INC	2,021	21,999
BAXALTA INC COM	10,650	13,231
BAXTER INTL INC COMMON STOCK	7,205	7,287
BIOGEN INC COMMON STOCK	12,374	12,560
CHEVRON CORP COM	5,773	6,207
CITIGROUP INC COM NEW	18,003	18,320
COSTCO WHOLESALE CORP NEW COM	2,382	5,975
CVS CAREMARK CORP COM STK	8,311	15,448
DANAHER CORP COMMON STOCK $.01 PAR	4,469	15,418
DUKE ENERGY CORP NEW COM	3,882	3,855
EATON CORP., COMMON STOCK $.50 PAR	9,756	9,419
EMC CORP COM	10,838	12,352
EOG RESOURCES INC COM	6,748	6,159
EXPRESS SCRIPTS HLDG CO COM	7,822	12,849
EXXON MOBIL CORP COM	5,100	9,510
GENERAL ELECTRIC CO	4,533	12,771
GILEAD SCICENCES INC	3,890	7,184
HALLIBURTON CO COM	6,623	5,787
HOME DEPOT INC., COMMON STOCK	5,829	17,325
INTERCONTINENTALEXCHANGE GROUP INC COM	4,796	9,738
JPMORGAN CHASE & CO COM	12,190	21,262
MC DONALDS CORP. COMMON STOCK NO PAR	8,181	11,105
MERCK & CO INC NEW COM	8,993	10,987
METLIFE INC COM STK	10,822	12,390
MONDELEZ INTL INC COM	8,757	11,927
NIKE INC CL B CL B	2,297	9,000
NORFOLK SOUTHN CORP COM	4,725	5,921
ORACLE CORPORATION COM	5,692	7,635
PFIZER INC COM	7,392	10,039
PROCTER & GAMBLE CO COMMON STOCK NO PAR	3,235	7,544
QUALCOMM INC COM	7,901	7,848

FORM 990-PF	CORPORATE STOCKS	STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SALESFORCE COM INC	8,867	12,074
SCHLUMBERGER LTD COM COM	11,772	9,207
STARBUCKS CORP COM	4,546	11,466
TWENTY-FIRST CENTY FOX INC CL A	10,474	8,800
V.F.CORP., COMMON STOCK NO PAR	2,614	6,225
VERIZON COMMUNICATIONS COM	3,485	4,345
WALT DISNEY CO	4,067	12,294
WELLS FARGO & CO NEW COM STK	7,772	17,123
ZIMMER HLDGS INC COM	11,044	10,567
C R BARD	4,462	8,335
DICKS SPORTING GOODS INC OC-COM	9,853	7,459
KOHLS CORP COMMON STOCK	9,091	7,383
NUCOR CORP. COMMON STOCK	10,438	8,987
RACKSPACE HOSTING INC COM STK	5,307	5,444
TWITTER INC COM	6,772	5,091
NXP SEMICONDUCTORS NV COM STK	7,438	7,330
TOTAL TO FORM 990-PF, PART II, LINE 10B	916,259	1,170,888

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CREDIT SUISSE USA INC 5.85% DUE 08-16-2016	25,235	25,701
ORACLE CORP NT 5.75% DUE 04-15-2018	50,755	54,557
PEPSICO INC SR NT 5.0% DUE 06-01-2018	49,257	54,106
MFB NORTHERN FUNDS BD INDEX FD	136,393	142,929
MFB NORTHERN HIGH YIELD FIXED INCOME FUND	96,114	102,084
MFC ISHARES 1-3 YEAR CREDIT BOND ETF	210,933	209,200
MFC FLEXSHARES TR IBOXX 3 YR TARGET DURATION TIPS INDEX FD	39,862	38,688
TOTAL TO FORM 990-PF, PART II, LINE 10C	608,549	627,265

WILLARD V. BENNETT 1992 PRIVATE FOUNDATION

2015

Average Stock Value

Date	Begin Bal	End Bal	Total		
1/31/2015	1,932,327	1,908,881	1,920,604		
2/28/2015	1,908,881	1,972,319	1,940,600		
3/31/2015	1,972,319	1,950,383	1,961,351		
4/30/2015	1,950,383	1,975,434	1,962,909		
5/31/2015	1,975,434	1,975,475	1,975,455		
6/30/2015	1,975,475	1,936,515	1,955,995		
7/31/2015	1,936,515	1,882,145	1,909,330		
8/31/2015	1,882,145	1,797,932	1,840,039		
9/30/2015	1,797,932	1,760,855	1,779,394		
10/31/2015	1,760,855	1,842,276	1,801,566		
11/30/2015	1,842,276	1,837,267	1,839,772		
12/31/2015	1,837,267	1,798,153	1,817,710		
			22,704,725		
			/12=	1,892,060	AVG value

Average Cash Value

Date	Begin Bal	End Bal	Total		
1/31/2015	32,916	40,592	36,754		
2/28/2015	40,592	38,584	39,588		
3/31/2015	38,584	39,916	39,250		
4/30/2015	39,916	37,967	38,942		
5/31/2015	37,967	38,392	38,180		
6/30/2015	38,392	37,738	38,065		
7/31/2015	37,738	104,952	71,345		
8/31/2015	104,952	106,080	105,516		
9/30/2015	106,080	104,112	105,096		
10/31/2015	104,112	110,157	107,135		
11/30/2015	110,157	108,234	109,196		
12/31/2015	108,234	22,132	65,183		
			794,250		
			/12=	66,188	AVG cash value

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

2015 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property / Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales									
3.0 ALTERA CORP									
021441100	01/02/2015	06/06/2014	111.18	101.89		0.00	9.29	0.00	0.00
3.0 TWENTY-FIRST CENTY FOX INC CL A CL A									
90130A101	01/02/2015	01/15/2014	113.30	98.32		0.00	14.98	0.00	0.00
1.0 ZIMMER HLDGS INC									
98956P102	01/02/2015	07/30/2014	112.55	101.90		0.00	10.65	0.00	0.00
76.0 DICK'S SPORTING GOODS INC									
253393102	01/09/2015	Various	4,104.76	3,458.68		0.00	646.08	0.00	0.00
95.0 ALTERA CORP									
021441100	04/14/2015	Various	4,087.76	3,207.07		0.00	880.69	0.00	0.00
1.0 EXXON MOBIL CORP									
30231G102	07/02/2015	11/07/2014	83.01	96.69		0.00	-13.68	0.00	0.00
38.0 APACHE CORP									
037411105	08/20/2015	10/30/2014	1,726.84	2,873.18		0.00	-1,146.34	0.00	0.00
32.0 NATIONAL-OILWELL INC									
637071101	08/20/2015	10/30/2014	1,250.48	2,271.65		0.00	-1,021.17	0.00	0.00
130.0 TERADATA CORP DEL COM STK									
88076W103	12/11/2015	Various	3,528.35	5,620.40		0.00	-2,092.05	0.00	0.00

STATEMENT 14.1

This is important tax information and is being furnished to you.

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property									
Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
3.0 PRECISION CASTPARTS CORP									
740189105	12/18/2015	04/14/2015	693.73	641.19		0.00	52.54	0.00	0.00
8.0 PRECISION CASTPARTS CORP									
740189105	12/21/2015	04/14/2015	1,848.86	1,709.85		0.00	139.01	0.00	0.00
Total Short Term Sales			**17,660.82**	**20,180.82**		**0.00**	**-2,520.00**	**0.00**	**0.00**

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property / Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Long Term Sales									
2.0 APPLE COMPUTER INC									
037833100	01/02/2015	08/16/2006	218.09	19.34		0.00	198.75	0.00	0.00
1.0 CHEVRONTEXACO CORP									
166764100	01/02/2015	06/25/2013	112.42	117.22		0.00	-4.80	0.00	0.00
3.0 CITIGROUP INC COM NEW COM NEW									
172967424	01/02/2015	10/23/2013	162.50	150.57		0.00	11.93	0.00	0.00
1.0 COSTCO WHSL CORP NEW									
22160K105	01/02/2015	06/25/2013	141.40	110.03		0.00	31.37	0.00	0.00
2.0 DANAHER CORP									
235851102	01/02/2015	06/25/2013	171.07	124.25		0.00	46.82	0.00	0.00

STATEMENT 15.1

This is important tax information and is being furnished to you.

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
2.0 WALT DISNEY CO									
254687106	01/02/2015	02/02/2007	187.12	69.51		0.00	117.61	0.00	0.00
2.0 FRANKLIN RESOURCES INC									
354613101	01/02/2015	01/12/2010	110.66	73.65		0.00	37.01	0.00	0.00
7.0 GENERAL ELECTRIC CO									
369604103	01/02/2015	12/12/2012	174.87	152.91		0.00	21.96	0.00	0.00
1.0 GOOGLE INC CL A									
38259P508	01/02/2015	01/13/2012	528.88	312.89		0.00	215.99	0.00	0.00
1.0 INTERCONTINENTAL EXCHANGE INC COM COM									
45866F104	01/02/2015	06/07/2012	216.96	128.25		0.00	88.71	0.00	0.00
2.0 J P MORGAN CHASE & CO									
46625H100	01/02/2015	06/25/2013	124.92	103.89		0.00	21.03	0.00	0.00
2.0 MCDONALDS CORP									
580135101	01/02/2015	08/01/2012	186.53	179.19		0.00	7.34	0.00	0.00
4.0 MERCK & CO INC									
58933Y105	01/02/2015	03/14/2013	228.47	177.41		0.00	51.06	0.00	0.00
4.0 METLIFE INC									
59156R108	01/02/2015	09/23/2013	215.30	189.73		0.00	25.57	0.00	0.00

STATEMENT 15 2

This is important tax information and is being furnished to you.

2015 Tax Information Statement

Ref: MWM

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property / Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
2.0 NORFOLK SOUTHERN CORP									
655844108	01/02/2015	08/10/2011	217.81	135.01		0.00	82.80	0.00	0.00
12.0 PFIZER INC									
717081103	01/02/2015	Various	375.53	312.93		0.00	62.60	0.00	0.00
1.0 PRECISION CASTPARTS CORP									
740189105	01/02/2015	10/25/2011	237.96	171.95		0.00	66.01	0.00	0.00
2.0 STARBUCKS CORP									
855244109	01/02/2015	08/13/2012	162.57	91.94		0.00	70.63	0.00	0.00
1.0 WELLS FARGO & CO NEW									
949746101	01/02/2015	12/03/2010	54.53	28.76		0.00	25.77	0.00	0.00
3.0 WELLS FARGO & CO NEW									
949746101	01/02/2015	06/25/2013	163.60	120.27		0.00	43.33	0.00	0.00
152.0 INTEL CORP									
458140100	01/16/2015	Various	5,488.07	4,200.74		0.00	1,287.33	0.00	0.00
100.0 CISCO SYS INC									
17275R102	02/11/2015	01/16/2013	2,732.51	2,109.61		0.00	622.90	0.00	0.00
159.0 PFIZER INC									
717081103	03/18/2015	Various	5,381.05	3,889.87		0.00	1,491.18	0.00	0.00

STATEMENT 15.3

This is important tax information and is being furnished to you.

2015 Tax Information Statement

Ref: MWM

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
0.07	#REORG/GOOGLE NAME CHANGE ALPHABET 261LAC1 10-05-2015								
38259P706	04/27/2015	01/13/2012	38.90	21.83		0.00	17.07	0.00	0.00
93.0	CISCO SYS INC								
17275R102	06/04/2015	01/16/2013	2,666.36	1,961.94		0.00	704.42	0.00	0.00
73.0	FRANKLIN RESOURCES INC								
354613101	06/04/2015	01/12/2010	3,678.81	2,688.17		0.00	990.64	0.00	0.00
81.0	STARBUCKS CORP								
855244109	06/04/2015	Various	4,197.58	1,839.76		0.00	2,357.82	0.00	0.00
53.0	FRANKLIN RESOURCES INC								
354613101	06/05/2015	01/12/2010	2,667.93	1,951.68		0.00	716.25	0.00	0.00
37.0	ALTERA CORP								
021441100	06/19/2015	06/04/2014	1,902.15	1,242.71		0.00	659.44	0.00	0.00
129.0	COCA COLA CO								
191216100	06/19/2015	Various	5,222.72	4,439.67		0.00	783.05	0.00	0.00
2.0	AMERICAN TOWER CORP								
03027X100	07/02/2015	09/23/2013	189.30	147.74		0.00	41.56	0.00	0.00
2.0	APPLE COMPUTER INC								
037833100	07/02/2015	08/16/2006	251.81	19.34		0.00	232.47	0.00	0.00

This is important tax information and is being furnished to you.

STATEMENT 15 4

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address: Ref: MWM
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
2.0	CVS CORP								
126650100	07/02/2015	04/27/2012	211.36	90.04		0.00	121.32	0.00	0.00
2.0	DANAHER CORP								
235851102	07/02/2015	05/29/2009	173.00	60.05		0.00	112.95	0.00	0.00
1.0	GILEAD SCIENCES INC								
375558103	07/02/2015	05/06/2013	115.23	54.79		0.00	60.44	0.00	0.00
1.0	HOME DEPOT INC								
437076102	07/02/2015	01/23/2012	111.17	44.50		0.00	66.67	0.00	0.00
2.0	J P MORGAN CHASE & CO								
46625H100	07/02/2015	12/03/2010	134.72	78.06		0.00	56.66	0.00	0.00
4.0	MONDELEZ INTL INC COM								
609207105	07/02/2015	09/18/2013	165.49	129.64		0.00	35.85	0.00	0.00
4.0	ORACLE CORPORATION								
68389X105	07/02/2015	10/04/2010	160.84	108.93		0.00	51.91	0.00	0.00
2.0	QUALCOMM INC								
747525103	07/02/2015	07/15/2011	126.55	109.74		0.00	16.81	0.00	0.00
3.0	VERIZON COMMUNICATIONS								
92343V104	07/02/2015	09/28/2011	141.86	111.38		0.00	30.48	0.00	0.00

This is important tax information and is being furnished to you.

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
2.0	EATON CORP PLC COM USD0.50								
G29183103	07/02/2015	12/03/2012	134.90	95.94		0.00	38.96	0.00	0.00
18.0	AMGEN INC								
031162100	07/17/2015	Various	2,921.41	1,220.99		0.00	1,700.42	0.00	0.00
109.0	ALTERA CORP								
021441100	07/22/2015	Various	5,396.77	3,639.76		0.00	1,757.01	0.00	0.00
31.0	DANAHER CORP								
235851102	07/24/2015	05/29/2009	2,732.32	930.71		0.00	1,801.61	0.00	0.00
18.0	APPLE COMPUTER INC								
037833100	07/30/2015	08/16/2006	2,198.88	174.09		0.00	2,024.79	0.00	0.00
35.0	QUALCOMM INC								
747525103	07/30/2015	07/15/2011	2,228.35	1,920.47		0.00	307.88	0.00	0.00
24.0	AMGEN INC								
031162100	08/20/2015	Various	3,919.72	1,623.67		0.00	2,296.05	0.00	0.00
77.0	APACHE CORP								
037411105	08/20/2015	04/01/2014	3,499.11	6,433.11		0.00	-2,934.00	0.00	0.00
21.0	C R BARD INC								
067383109	08/20/2015	Various	4,131.17	2,542.66		0.00	1,588.51	0.00	0.00

STATEMENT 15.6

This is important tax information and is being furnished to you.

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code If any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
90.0	NATIONAL-OILWELL INC								
637071101	08/20/2015	Various	3,516.98	3,456.35		0.00	60.63	0.00	0.00
15.0	PRECISION CASTPARTS CORP								
740189105	08/20/2015	Various	3,462.22	3,309.18		0.00	153.04	0.00	0.00
15.0	PRECISION CASTPARTS CORP								
740189105	10/15/2015	Various	3,466.53	2,513.97		0.00	952.56	0.00	0.00
29.0	AMERICAN WTR WKS CO INC NEW COM								
030420103	10/27/2015	Various	1,682.04	969.02		0.00	713.02	0.00	0.00
44.0	STARBUCKS CORP								
855244109	10/27/2015	Various	2,754.01	1,643.21		0.00	1,110.79	0.00	0.00
54.0	AMERICAN WTR WKS CO INC NEW COM								
030420103	11/04/2015	01/26/2012	3,114.51	1,801.21		0.00	1,313.30	0.00	0.00
6.0	PRECISION CASTPARTS CORP								
740189105	11/04/2015	Various	1,384.54	953.76		0.00	430.78	0.00	0.00
19.0	COSTCO WHSL CORP NEW								
22160K105	12/11/2015	02/06/2008	3,041.64	1,223.16		0.00	1,818.48	0.00	0.00
14.0	EXPRESS SCRIPTS HLDG CO COM								
30219G108	12/18/2015	Various	1,202.32	925.60		0.00	276.72	0.00	0.00

This is important tax information and is being furnished to you.

STATEMENT 157

2015 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 23-54563
Recipient's Tax ID Number: XX-XXX3462

☐ **Corrected** ☐ **FATCA** ☐ **2nd TIN notice**

Recipient's Name and Address:
WILLARD BENNETT 1992 FDTN
C/O JOSEPH FLEMING
11891 US HIGHWAY 1 STE. 100
NORTH PALM BEACH, FL 33408-2864

Sales are listed at Gross Proceeds less commissions and option premiums.
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated.

Description of property

Cusip Number	Date Sold or Disposed	Date Acquired	Proceeds	Cost or Other Basis	Code if any	Adjustments	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
8.0	NIKE INC CLASS B								
654106103	12/18/2015	12/08/2009	1,035.43	255.28		0.00	780.15	0.00	0.00
6.0	PRECISION CASTPARTS CORP								
740189105	12/18/2015	09/18/2012	1,387.47	951.41		0.00	436.06	0.00	0.00
9.0	EXPRESS SCRIPTS HLDG CO COM								
30219G108	12/21/2015	Various	776.29	590.64		0.00	185.65	0.00	0.00
5.0	NIKE INC CLASS B								
654106103	12/21/2015	12/08/2009	647.17	159.55		0.00	487.62	0.00	0.00
139.0	EXELON CORP								
30161N101	12/23/2015	04/23/2013	3,841.17	5,105.89		0.00	-1,264.72	0.00	0.00
Total Long Term Sales			**98,223.55**	**70,509.52**		**0.00**	**27,714.02**	**0.00**	**0.00**

This is important tax information and is being furnished to you.