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EXTENDED TO AUGUST 15, 2016
Return of Private Foundation

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation
TENENBAUM FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
P.O. BOX 15128 G.M.F.

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
NORTH LITTLE ROCK, AR 72231

A Employer identification number
71-6061727

B Telephone number
501-945-0881

C If exemption application is pending, check here

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

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

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

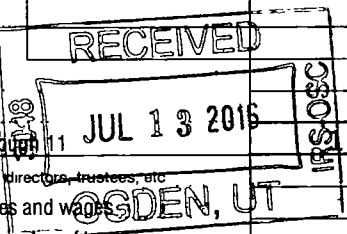
G Check all that apply:
 Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16)
\$ 1,824,071. (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual
 Other (specify) _____

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	0.		N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	32,561.	32,561.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	94,871.			
b	Gross sales price for all assets on line 6a 334,906.				
7	Capital gain net income (from Part IV, line 2)		94,871.		
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	127,432.	127,432.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees				
c	Other professional fees STMT 2	1,977.	1,977.		0.
17	Interest				
18	Taxes STMT 3	4,737.	0.		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	6,714.	1,977.		0.
25	Contributions, gifts, grants paid	339,805.			339,805.
26	Total expenses and disbursements. Add lines 24 and 25	346,519.	1,977.		339,805.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-219,087.			
b	Net investment income (if negative, enter -0-)		125,455.		
c	Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	40,259.	28,767.	28,767.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 4	2,136,113.	1,795,304.	1,795,304.
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶			
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,176,372.	1,824,071.	1,824,071.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ _____)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	2,176,372.	1,824,071.		
30 Total net assets or fund balances	2,176,372.	1,824,071.		
31 Total liabilities and net assets/fund balances	2,176,372.	1,824,071.		

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	2,176,372.
2 Enter amount from Part I, line 27a	2	-219,087.
3 Other increases not included in line 2 (itemize) ▶ _____	3	0.
4 Add lines 1, 2, and 3	4	1,957,285.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSS	5	133,214.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,824,071.

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 SEI PRIVATE TRUST COMPANY - EXHIBIT D		P	01/01/14	12/31/15
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 334,906.		240,035.	94,871.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			94,871.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	94,871.
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	352,907.	2,227,450.	.158435
2013	471,939.	2,351,776.	.200673
2012	325,063.	2,455,484.	.132382
2011	1,053,377.	2,399,685.	.438965
2010	498,802.	2,496,195.	.199825
2 Total of line 1, column (d)			1.130280
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			.226056
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			1,939,108.
5 Multiply line 4 by line 3			438,347.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,255.
7 Add lines 5 and 6			439,602.
8 Enter qualifying distributions from Part XII, line 4			339,805.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,509.
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	2,509.
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	2,509.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	3,600.	
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	3,600.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	6.	
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	1,085.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 1,085. Refunded <input type="checkbox"/>	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>AR</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

N/A

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 ▶ TIM MCGRATH Telephone no. ▶ 501-945-0881 Located at ▶ P.O. BOX 15128 G.M.F., NORTH LITTLE ROCK, AR ZIP+4 ▶ 72231		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	N/A	
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		X

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

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

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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No **6b**

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 **7b**

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

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
HAROLD TENENBAUM P.O. BOX 15128 G.M.F. NORTH LITTLE ROCK, AR 72231	TRUSTEE 4.00	0.	0.	0.
CORI T. MCGRATH P.O. BOX 15128 G.M.F. NORTH LITTLE ROCK, AR 72231	TRUSTEE 4.00	0.	0.	0.
JACK D. GRUNDFEST P.O. BOX 15128 G.M.F. NORTH LITTLE ROCK, AR 72231	TRUSTEE 4.00	0.	0.	0.

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

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

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

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	1a	1,921,949.
b	Average of monthly cash balances	1b	46,689.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,968,638.
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	1,968,638.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,530.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,939,108.
6	Minimum investment return. Enter 5% of line 5	6	96,955.

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	96,955.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	2,509.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,509.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	94,446.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	94,446.
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	94,446.

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	339,805.
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	339,805.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	339,805.

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				94,446.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	375,000.			
b From 2011	934,547.			
c From 2012	203,723.			
d From 2013	356,619.			
e From 2014	245,065.			
f Total of lines 3a through e	2,114,954.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 339,805.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				94,446.
e Remaining amount distributed out of corpus	245,359.			
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:	2,360,313.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	375,000.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,985,313.			
10 Analysis of line 9:				
a Excess from 2011	934,547.			
b Excess from 2012	203,723.			
c Excess from 2013	356,619.			
d Excess from 2014	245,065.			
e Excess from 2015	245,359.			

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		(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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:
TIM MCGRATH, 501-945-0881
P.O. BOX 15128 G.M.F., NORTH LITTLE ROCK, AR 72231

b The form in which applications should be submitted and information and materials they should include:
IN WRITING, NAME OF CHARITABLE ORGANIZATION.

c Any submission deadlines:
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
NONE

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)				
a Paid during the year				
20TH CENTURY CLUB 4011 MARYLAND AVENUE LITTLE ROCK, AR 72204	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	750.
AMERICAN HEART ASSOCIATION 909 WEST 2ND STREET LITTLE ROCK, AR 72201	NONE	501(C)3	EDUCATIONAL - MEDICAL AND RESEARCH AWARENESS	9,766.
ARGENTA ARTS FOUNDATION 301 MAIN STREET, SUITE 203 NORTH LITTLE ROCK, AR 72114	NONE	501(C)3	SPONSORSHIP OF DOWNTOWN AREA AWARENESS	7,500.
ARGENTA COMMUNITY THEATER 405 MAIN STREET NORTH LITTLE ROCK, AR 72114	NONE	501(C)3	SPONSORSHIP OF COMMUNITY THEATER	20,000.
ARGENTA DOWNTOWN COUNCIL 401 MAIN STREET, SUITE 206 NORTH LITTLE ROCK, AR 72119	NONE	501(C)6	SPONSORSHIP OF DOWNTOWN AREA AWARENESS	20,000.
Total	SEE CONTINUATION SHEET(S)			339,805.
b Approved for future payment				
NONE				
Total				0.

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

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...
a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Content includes '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 [X] No

b If "Yes," complete the following schedule.
Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Content includes '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.
Signature of officer or trustee: [Signature] Date: 7/7/16 Title: Trustee
May the IRS discuss this return with the preparer shown below (see instr.)? [X] Yes [] No

Paid Preparer Use Only
Preparer's name: CHRISTOPHER S. MANN
Preparer's signature: [Signature]
Date: 7/5/16
Check [] if self-employed
Firm's name: MANN, HASSON & CO., P.A.
Firm's EIN: 71-0577422
Firm's address: 18 CORPORATE HILL DRIVE, SUITE 207, LITTLE ROCK, AR 72205
Phone no.: (501) 225-1600
PTIN: P01216816

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARKANSAS REGIONAL INNOVATION HUB 201 EAST BROADWAY NORTH LITTLE ROCK, AR 72114	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	50,000.
ARKANSAS SHAKESPEARE THEATRE 223 BEATRICE POWELL STREET CONWAY, AR 72035	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	1,000.
BLACK TIE DINNER, INC. 405 LEMMON AVENUE, SUITE 4001, PMB #321 DALLAS, TX 75219	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	13,500.
CHILDREN'S TUMOR FOUNDATION 120 WALL STREET NEW YORK, NY 10005	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	5,000.
CITY YEAR LITTLE ROCK 610 PRESIDENT CLINTON AVENUE, SUITE 300 LITTLE ROCK, AR 72201	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	2,000.
CONGREGATION B'NAI ISRAEL 3700 NORTH RODNEY PARHAM ROAD LITTLE ROCK, AR 72212	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	100.
HENRY S. JACOBS CAMP 3863 MORRISON ROAD UTICA, MS 39175	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	5,000.
INSTITUTE OF SOUTHERN JEWISH LIFE 4915 I-55 NORTH, SUITE 100A JACKSON, MS 39206	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	10,000.
JEWISH FEDERATION OF ARKANSAS 1501 NORTH PIERCE STREET, #101 LITTLE ROCK, AR 72207	NONE	501(C)3	CAPITAL CAMPAIGN	76,911.
JUNIOR ACHIEVEMENT OF ARKANSAS 1501 NORTH UNIVERSITY AVENUE, SUITE 670 LITTLE ROCK, AR 72207	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	1,000.
Total from continuation sheets				281,789.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PULASKI ACADEMY 12701 HINSON ROAD LITTLE ROCK, AR 72212	NONE	501(C)3	CAPITAL CAMPAIGN	20,000.
RIVERFEST, INC. 500 PRESIDENT CLINTON AVENUE LITTLE ROCK, AR 72201	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	7,500.
SINGLE PARENT SCHOLARSHIP 3311 SOUTHWEST I STREET BENTONVILLE, AR 72712	NONE	501(C)3	EDUCATIONAL - TO HELP SINGLE PARENTS IMPROVE EDUCATI	900.
ST. VINCENT FOUNDATION TWO ST. VINCENT CIRCLE LITTLE ROCK, AR 72205	NONE	501(C)3	CAPITAL CAMPAIGN - TO IMPROVE HEALTH CARE	10,000.
SUSAN G. KOMEN 904 AUTUMN ROAD, SUITE 500 LITTLE ROCK, AR 72211	NONE	501(C)3	EDUCATIONAL AND FELLOWSHIP EVENTS	1,000.
TENENBAUM EDUCATIONAL TRUST P.O. BOX 15128 G.M.F. NORTH LITTLE ROCK, AR 72231	NONE	501(C)3	SCHOLARSHIPS FOR COLLEGE STUDENTS	25,000.
UAMS FOUNDATION 4301 WEST MARKHAM STREET LITTLE ROCK, AR 72205	NONE	501(C)3	HOSPITAL EXPANSION FOR MEDICAL PURPOSES	9,500.
HARMONY HEALTH CLINIC 201 EAST ROOSEVELT ROAD LITTLE ROCK, AR 72206	NONE	501(C)3	FREE MEDICAL, DENTAL AND PHARMACEUTICAL SERVICES FOR THE UNINSURED	500.
ALZHEIMER'S ARKANSAS PROGRAMS AND SERVICES 201 MARKHAM CENTER DRIVE LITTLE ROCK, AR 72205	NONE	501(C)3	SERVING INDIVIDUALS AND FAMILIES AFFECTED BY ALZHEIMER'S DISEASE	5,000.
SEIS PUENTES 4202A CAMP ROBINSON ROAD NORTH LITTLE ROCK, AR 72118	NONE	501(C)3	SUPPORT AND EMPOWER THE LATINO/HISPANIC COMMUNITY IN CENTRAL ARKANSAS	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN CANCER SOCIETY 901 NORTH UNIVERSITY AVENUE LITTLE ROCK, AR 72207	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	100.
ARKANSAS STATE POLICE FOUNDATION 5702 DREHER LANE #3 LITTLE ROCK, AR 72209	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	1,000.
THEA FOUNDATION 401 MAIN STREET, SUITE 100 NORTH LITTLE ROCK, AR 72114	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	10,000.
ARKANSAS REPERTORY THEATRE 601 MAIN STREET LITTLE ROCK, AR 72201	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	11,000.
CONGREGATION AGUDATH ACHIM 7901 WEST 5TH STREET LITTLE ROCK, AR 72205	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	500.
SOUTH BEND FIREFIGHTERS ASSOCIATION 4025 LINCOLN WAY WEST SOUTH BEND, IN 46628	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	100.
NATIONAL CHILD SAFETY #3 EMERGENCY LANE RUSSELLVILLE, AR 72802	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	178.
NEWTON COUNTY FAIR AND RODEO, INC. P.O. BOX 145 JASPER, AR 72641	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	500.
METHODIST FAMILY HEALTH P.O. BOX 56050 LITTLE ROCK, AR 72215	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	500.
HISTORIC ARKANSAS MUSEUM FOUNDATION 200 EAST THIRD STREET LITTLE ROCK, AR 72201	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)				
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)				
ARKANSAS FOOD BANK 4301 WEST 65TH STREET LITTLE ROCK, AR 72209	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	2,500.
POSITIVE ATMOSPHERE REACHES KIDS 6915 GEYER SPRINGS ROAD LITTLE ROCK, AR 72209	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	2,500.
JDRF 11324 ARCADE DRIVE, SUITE 16 LITTLE ROCK, AR 72212	NONE	501(C)3	FELLOWSHIP AND EDUCATIONAL	2,000.
Total from continuation sheets				

2015 Tax Information Statement

Account Number: 301017
 Recipient's Tax ID Number: XX-XXX1727
 71-6061727
 Corrected FATCA 2nd TIN notice

Recipient's Name and Address:
 THE TENENBAUM FOUNDATION
 C/O TENENBAUM COMPANY
 PO BOX 15128 GMF
 NORTH LITTLE ROCK, AR 72231

SEI PRIVATE TRUST COMPANY
 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

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 of	Date Acquired	Proceeds	Cost or Other Basis	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Long Term Sales								
2506.427 CORE FIXED INCOME FUND (TRLVX)								
783925506	01/06/2015			29,250.00	27,897.47	1,352.53	0.00	0.00
2515.047 CORE FIXED INCOME FUND (TRLVX)								
783925506	03/10/2015			29,250.00	28,140.39	1,109.61	0.00	0.00
1681.034 CORE FIXED INCOME FUND (TRLVX)								
783925506	05/07/2015			19,500.00	18,842.34	657.66	0.00	0.00
1676.699 CORE FIXED INCOME FUND (TRLVX)								
783925506	05/29/2015	01/06/2014		19,500.00	18,728.73	771.27	0.00	0.00
2539.064 CORE FIXED INCOME FUND (TRLVX)								
783925506	08/04/2015			29,250.00	28,526.71	723.29	0.00	0.00
625.193 LARGE CAP GROWTH FUND (SELGX)								
783925662	01/06/2015			20,250.00	17,536.52	2,713.48	0.00	0.00
590.379 LARGE CAP GROWTH FUND (SELGX)								
783925662	03/10/2015	07/06/2010		20,250.00	10,284.40	9,965.60	0.00	0.00
389.61 LARGE CAP GROWTH FUND (SELGX)								
783925662	05/07/2015			13,500.00	7,296.60	6,203.40	0.00	0.00
383.415 LARGE CAP GROWTH FUND (SELGX)								
783925662	05/29/2015	07/06/2010		13,500.00	6,679.09	6,820.91	0.00	0.00

EXHIBIT D PAGE 1X3

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

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 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

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 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
LARGE CAP GROWTH FUND (SELCX)	377.511									
	783925662	07/06/2015		13,156.26	6,770.62		0.00	6,385.64	0.00	0.00
LARGE CAP GROWTH FUND (SELCX)	566.275									
	783925662	08/04/2015		20,250.00	9,289.57		0.00	10,960.43	0.00	0.00
LARGE CAP VALUE FUND (TRMVX)	777.04									
	783925100	01/06/2015	07/06/2010	18,750.00	10,334.63		0.00	8,415.37	0.00	0.00
LARGE CAP VALUE FUND (TRMVX)	758.802									
	783925100	03/10/2015		18,750.00	10,026.19		0.00	8,723.81	0.00	0.00
LARGE CAP VALUE FUND (TRMVX)	490.581									
	783925100	05/07/2015		12,500.00	7,710.35		0.00	4,789.65	0.00	0.00
LARGE CAP VALUE FUND (TRMVX)	486.572									
	783925100	05/29/2015	01/05/2009	12,500.00	6,164.87		0.00	6,335.13	0.00	0.00
LARGE CAP VALUE FUND (TRMVX)	754.831									
	783925100	08/04/2015		18,750.00	10,601.40		0.00	8,148.60	0.00	0.00
SMALL CAP GROWTH FUND (SSCGX)	110.742									
	783925837	01/06/2015		3,000.00	1,685.63		0.00	1,314.37	0.00	0.00
SMALL CAP GROWTH FUND (SSCGX)	103.841									
	783925837	03/10/2015	10/10/2011	3,000.00	1,579.43		0.00	1,420.57	0.00	0.00

EXHIBIT D PAGE 2 x 3

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 ONE FREEDOM VALLEY DRIVE
 OAKS, PA 19456

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
SMALL CAP GROWTH FUND (SSCGX)	68.492									
	783925837	05/07/2015		2,000.00	1,014.65		0.00	985.35	0.00	0.00
SMALL CAP GROWTH FUND (SSCGX)	66.599									
	783925837	05/29/2015	07/06/2010	2,000.00	852.47		0.00	1,147.53	0.00	0.00
SMALL CAP GROWTH FUND (SSCGX)	98.684									
	783925837	08/04/2015	07/06/2010	3,000.00	1,263.16		0.00	1,736.84	0.00	0.00
SMALL CAP VALUE FUND (SESVX)	132.042									
	783925688	01/06/2015		2,999.99	2,432.23		0.00	567.76	0.00	0.00
SMALL CAP VALUE FUND (SESVX)	128.59									
	783925688	03/10/2015	07/07/2008	3,000.00	1,914.71		0.00	1,085.29	0.00	0.00
SMALL CAP VALUE FUND (SESVX)	84.174									
	783925688	05/07/2015		2,000.00	1,268.85		0.00	731.15	0.00	0.00
SMALL CAP VALUE FUND (SESVX)	83.682									
	783925688	05/29/2015	07/07/2008	2,000.00	1,246.03		0.00	753.97	0.00	0.00
SMALL CAP VALUE FUND (SESVX)	127.442									
	783925688	08/04/2015		3,000.00	1,948.49		0.00	1,051.51	0.00	0.00
Total Long Term Sales				334,906.25	240,035.53		0.00	94,870.72	0.00	0.00

EXHIBIT D PAGE 3 X 3

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