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

Department of the Treasury  
Internal Revenue Service

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▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

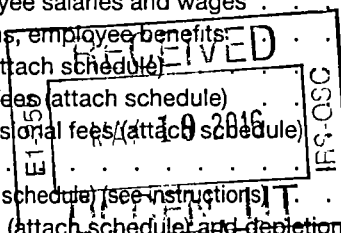
**Open to Public Inspection**

**For calendar year 2015 or tax year beginning** \_\_\_\_\_, **2015, and ending** \_\_\_\_\_, **20**

Name of foundation <b>JOHN JAMES AUDUBON FOUNDATION</b>		<b>A</b> Employer identification number <b>72-6028699</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>PO BOX 1002</b>	Room/suite	<b>B</b> Telephone number (see instructions) <b>(601) 225-4132</b>
City or town, state or province, country, and ZIP or foreign postal code <b>GLOSTER, MS 39638-1002</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here . . . ▶ <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation . . . ▶ <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here . . . ▶ <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>2440342</b>	<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	
<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here . . . ▶ <input type="checkbox"/>		

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule) Check <input type="checkbox"/> if the foundation is not required to attach Sch. B	100			
	<b>3</b> Interest on savings and temporary cash investments	14324	14324	14324	
	<b>4</b> Dividends and interest from securities	55818	55818	55818	
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss) <span style="float: right;">3875</span>				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10				
	<b>b</b> Gross sales price for all assets on line 6a				
	<b>7</b> Capital gain net income (from Part IV, line 2)		78915		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
	<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)	16848	12521	16848		
<b>12 Total.</b> Add lines 1 through 11	87090	161578	86990		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc.				
	<b>14</b> Other employee salaries and wages	47803	47803	47803	47803
	<b>15</b> Pension plans, employee benefits	6353	6353	6353	6353
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	750		750	
	<b>c</b> Other professional fees (attach schedule)	20606	20606	20606	20606
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	7792	7792	7792	7792
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)	67561	67561	67561	67561	
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	150865	150115	150865	150115	
<b>25</b> Contributions, gifts, grants paid					
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	150865	150115	150865	150115	
<b>27</b> Subtract line 26 from line 12:					
<b>a Excess of revenue over expenses and disbursements</b>	-63775				
<b>b Net investment income</b> (if negative, enter -0-)		11463			
<b>c Adjusted net income</b> (if negative, enter -0-)					

SCANNED JUN 09 2016



*[Handwritten signature]*

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	148764	94236	94236
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	1916567	1999370	2096106
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment: basis ▶ 44000 Less: accumulated depreciation (attach schedule) ▶	44000	44000	250000
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	2109331	2137606	2440342	
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 (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	11594	-38524	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	-50118	-63775		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	-38524	-102299		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	-38524	-102299		

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 -38524
2	Enter amount from Part I, line 27a . . . . .	2 -63775
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 -102299
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .</b>	6 -102299

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a</b>	<b>SEE STATEMENT</b>			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		<b>2</b>	78915
<b>3</b>	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . .		<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	77877	2440341	0.031912%
2013	79485	2524072	0.031491%
2012	79785	2274072	0.035085%
2011	68861	2126636	0.032380%
2010	73846	1895540	0.038958%
<b>2</b>	Total of line 1, column (d)		<b>2</b> 0.169826%
<b>3</b>	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .		<b>3</b> 0.033965%
<b>4</b>	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 . . . . .		<b>4</b> 2339375
<b>5</b>	Multiply line 4 by line 3 . . . . .		<b>5</b> 79457
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		<b>6</b> 115
<b>7</b>	Add lines 5 and 6 . . . . .		<b>7</b> 79572
<b>8</b>	Enter qualifying distributions from Part XII, line 4 . . . . . 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.		<b>8</b> 150115

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: ___/___/___ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	115
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	115
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	115
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	115
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be: <b>Credited to 2016 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
b		X
<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>		
c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

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

		Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ▶		X
14	The books are in care of ▶ OFFICE Telephone no. ▶ Located at ▶ PO BOX 1002 GLOSTER, MS ZIP+4 ▶ 39638-1002		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		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)? . . . . . <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>	1b	X
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 ▶ 20____, 20____, 20____, 20____		
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.) . . . . .	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
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.) . . . . .	3b	X
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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT				

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

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

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

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

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

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

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

**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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments See instructions.	
3	

Total. Add lines 1 through 3 . . . . . ▶

7/25

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	2100000
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	25000
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	250000
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	2375000
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	2375000
<b>4</b>	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	35625
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	2339375
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	116969

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	116969
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5 . . . . .	<b>2a</b>	115
<b>b</b>	Income tax for 2015. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	115
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	116854
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	116854
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	116854

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	150115
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	150115
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	115
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	150000

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
<b>1</b> Distributable amount for 2015 from Part XI, line 7 . . . . .				116854
<b>2</b> Undistributed income, if any, as of the end of 2015:				
<b>a</b> Enter amount for 2014 only . . . . .				
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010 . . . . .				
<b>b</b> From 2011 . . . . .				
<b>c</b> From 2012 . . . . .				
<b>d</b> From 2013 . . . . .				
<b>e</b> From 2014 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .				
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 150115				
<b>a</b> Applied to 2014, but not more than line 2a . . . . .				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2015 distributable amount . . . . .				
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016 . . . . .				116854
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011 . . . . .				
<b>b</b> Excess from 2012 . . . . .				
<b>c</b> Excess from 2013 . . . . .				
<b>d</b> Excess from 2014 . . . . .				
<b>e</b> Excess from 2015 . . . . .				

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

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

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

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

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

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

**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.

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

**c** Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
<b>Total</b> . . . . .				<b>3a</b>
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .				<b>3b</b>

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, etc.

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

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

Table with 2 columns: 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). (See instructions.)

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**Supporting Statement for 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.)
BANK OF AMERICA PFD - STOCK	PURCHASE	09/02/2014	04/14/2015
FRANKLIN INVS SECS TR - STOCK	PURCHASE	09/17/2014	01/06/2015
FRANKLIN INVS SECR TR - STOCKS	PURCHASE	09/17/2014	01/20/2015
FRANKLIN INVS SECS TR - STOCKS	PURCHASE	09/17/2014	02/19/2015
FRANKLIN INVS SECS TR - STOCKS	PURCHASE	09/17/2014	03/16/2015
GOLOMAN SACHS MLP ENERGY - STOCKS	PURCHASE	09/17/2014	04/14/2015
NORTERN TRUST PFD - STOCK	PURCHASE	07/29/2014	04/14/2015
PUBLIC STORGE PFD - STOCKS	PURCHASE	05/28/2014	04/13/2015
TEXAS INSTRUMENTS INC - STOCK	PURCHASE	06/22/2006	03/10/2015
ARCH CCAL INC NEW - STOCK	PURCHASE	08/04/2015	08/04/2015
CONSOLIDATED EDISON INC - STOCKS	PURCHASE	03/05/2014	01/06/2015
FREANKLIN INVS SECS TR - STOCK	PURCHASE	03/10/2015	12/14/2015
GENERAL MOTORS CO - STOCK	DONATION	11/13/2014	09/10/2015
JP MORGAN TR II - STOCKS	PURCHASE	12/15/2014	04/20/2015
VIRTUS INSIGHT TR - STOCK	PURCHASE	04/20/2015	09/02/2015

(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)
26130		25000	1130
5000		5070	-70
5150		5217	-67
5700		5762	-62
2350		2373	-23
21105		29513	-8408
25700		25000	700
26060		25000	1060
28784		14895	13889
1			1
16920		14046	2874
23150		23369	-219
121			121
17		17	
92328		92518	-190

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))
			1130
			-70
			-67
			-62
			-23
			-8408
			700
			1060
			13889
			1
			2874
			-219
			121
			-190

**TOTAL . . . . . 78915**

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**Supporting Statement for 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.)
WHOLE FOOD MARKET INC - STOCK	PURCHASE	05/07/2014	02/12/2015
ALCOA INC - STOCK	PURCHASE	06/01/2012	01/12/2015
ARCH COAL INC - STOCK	PURCHASE	06/01/2012	09/10/2015
BB T CORP PFD - STOCK	PURCHASE	07/24/2012	11/17/2015
CALAMOS STRATEGIC - STOCK	PURCHASE	02/20/2013	11/17/2015
FORD MOTOR COMPANY - STOCK	PURCHASE	06/01/2012	10/12/2015
FRANKLIN INVS SECS TR - STOCK	PURCHASE	04/16/2012	04/16/2015
GENERAL MOTORS CO - STOCK	PURCHASE	10/28/2011	09/10/2015
HEWLETT PACKARD CO - STOCK	PURCHASE	11/20/2012	10/09/2015
HIGHLAND FDS - STOCK	PURCHASE	10/10/2013	04/20/2015
JP MORGAN TR I - STOCK	PURCHASE	10/10/2013	04/20/2015
JP MORGAN TR II - STOCK	PURCHASE	07/01/2013	04/20/2015
KIMCO REALTY PFD - STOCK	PURCHASE	07/16/2012	11/17/2015
MFS SVS TR - STOCK	PURCHASE	10/10/2013	04/16/2015
MICROSOFT CORP - STOCK	PURCHASE	06/01/2012	07/28/2015

(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)
6397		4308	2089
12946		6950	5996
467		13440	-12973
25610		25000	610
39008		39249	-241
7450		5178	2272
19422		19812	-390
4704			4704
10315		5063	5252
21887		21831	56
13685		13708	-23
13343		13357	-14
24570		25000	-430
27445		27536	-91
8487		5254	3233

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))
			2089
			5996
			-12973
			610
			-241
			2272
			-390
			4704
			5252
			56
			-23
			-14
			-430
			-91
			3233

**TOTAL** ..... **78915**

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**Supporting Statement for 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)
PS BUS PARK PFD - STOCK	PURCHASE	05/03/2017	11/17/2015
PENNY JC CO INC - STOCK	PURCHASE	08/27/2014	09/10/2015
PUBLIC STORAGE PFD - STOCK	PURCHASE	04/05/2011	11/17/2015
STATE STREET CRP - STOCK	PURCHASE	08/14/2012	11/17/2015
TORTORISE ENERGY PFD - STOCK	PURCHASE	08/14/2012	11/17/2015
VEREIZON COMM PFD - STOCK	PURCHASE	01/30/2015	11/17/2015
AXIS CAP HLDG PFD - STOCK	PURCHASE	03/12/2012	11/17/2015
DIANA SHIPPING INC - STOCK	PURCHASE	06/01/2012	10/12/2015
AFLAC INC PFD - STOCK	PURCHASE	09/19/2012	11/17/2015
AEGON N V PFD - STOCK	PURCHASE	12/07/2015	11/17/2015
FEDERAL HOME LOAN MTG CORP - STOCK	PURCHASE	08/06/2003	09/10/2015
GE CAP CORP PFD - STOCK	PURCHASE	10/02/2012	04/20/2015
GOLOMAN SACHS - STOCK	PURCHASE	06/01/2005	11/17/2015
J P MORGAN TR I - STOCK	PURCHASE	01/16/2009	11/17/2015
MERRILL LYNCH CAP - STOCK	PURCHASE	09/09/2013	11/17/2015
(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)
25890		25000	890
12824		14684	-1860
12820		12500	320
12980		12500	480
20300		20000	300
13528		12500	1028
13480		12500	980
9988		10967	-979
25430		25000	430
31248		29580	1668
642		14898	-14256
25520		25000	520
13250		16548	-3298
13000		10864	2136
25680		24960	720
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))
			890
			-1860
			320
			480
			300
			1028
			980
			-979
			430
			1668
			-14256
			520
			-3298
			2136
			720
<b>TOTAL</b> .....			<b>78915</b>

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**Supporting Statement for 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.)
METLIFE PFD - STOCK	PURCHASE	07/06/2005	07/01/2015
MICROSOFT CORP - STOCK	PURCHASE	11/15/2004	07/28/2015
MOTORS LIQUIDATION CO - STOCK	PURCHASE	06/12/2012	09/10/2015
NEXTRA ENTERGY CO PFD - STOCK	PURCHASE	06/12/2012	09/10/2015
PFIZER INC - STOCK	PURCHASE	10/16/2009	10/14/2015
QWEST CORP - STOCK	PURCHASE	05/14/2013	11/17/2015
TELEPHONE DATA SYSTEM - STOCK	PURCHASE	03/21/2011	11/17/2015
VENTAS REALTY LP PFD - STOCK	PURCHASE	02/28/2013	04/21/2015
AMAG PHARMACEUTICALS - STOCK	PURCHASE	10/06/2015	11/11/2015
APPLE INC - STOCK	PURCHASE	04/30/2015	10/13/2015
BEST BUY - STOCK	PURCHASE	03/20/2015	10/13/2015
H AND R BLOCK INC - STOCK	PURCHASE	01/06/2015	10/13/2015
BROCADE COMM - STOCK	PURCHASE	07/08/2015	10/13/2015
CAL MAINE FOOD INC - STOCK	PURCHASE	10/06/2015	10/13/2015
CIRRUS LOGIC INC - STOCK	PURCHASE	07/17/2014	01/21/2015
(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)
25000		25040	-40
45383		27710	17673
577			577
25402		25000	402
42408		29477	12931
29512		30000	-488
25344		25000	344
25659		25000	659
9113		11174	-2061
3016		3407	-391
3180		3519	-339
3705		3413	292
2978		3375	-397
2935		3041	-106
12619		11977	642
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))
			-40
			17673
			577
			402
			12931
			-488
			344
			659
			-2061
			-391
			-339
			292
			-397
			-106
			642
<b>TOTAL</b> .....			<b>78915</b>

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**Supporting Statement for 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)
CISCO SYSTEMS - STOCK	PURCHASE	03/10/2015	10/13/2015
DEPOMED INC - STOCK	PURCHASE	09/25/2014	03/17/2015
ENANTA PHARMACEUTICALS - STOCK	PURCHASE	09/04/2015	10/13/2015
GAMESTOP CORP - STOCK	PURCHASE	09/29/2015	10/13/2015
GENL DYNAMICS CORP - STOCK	PURCHASE	06/09/2015	10/13/2015
GILEAD SCIENCES INC - STOCK	PURCHASE	03/03/2015	10/13/2015
HEWLETT PACKARD CO - STOCK	PURCHASE	03/17/2015	10/13/2015
HEWLITT PACKARD ENTERPRISE - STOCK	PURCHASE	03/17/2015	11/05/2015
INTERDIGITAL INC - STOCK	PURCHASE	12/02/2014	10/13/2015
LANNET COMAPNY - STOCK	PURCHASE	05/27/2015	10/13/2015
MEREDITH CORP - STOCK	PURCHASE	10/06/2015	10/13/2015
MYRIAD GENETICS INC - STOCK	PURCHASE	10/10/2014	10/02/2015
NEWLINK GENETICS CORP - STOCK	PURCHASE	06/11/2015	10/13/2015
OUTERWALL INC - STOCK	PURCHASE	09/14/2015	10/13/2015
PILGRIMS PRIDE CORP - STOCK	PURCHASE	02/19/2015	10/13/2015
(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)
3367		3498	-131
3851		2389	1462
2912		3078	-166
3214		2996	218
3401		3340	61
3444		3593	-149
3224		3561	-337
3870		4945	-1075
3442		3515	-73
1386		1700	-314
3040		3014	26
12083		12241	-158
1271		1722	-451
3017		3160	-143
2445		3496	-1051
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))
			-131
			1462
			-166
			218
			61
			-149
			-337
			-1075
			-73
			-314
			26
			-158
			-451
			-143
			-1051
<b>TOTAL</b>			<b>78915</b>

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**Supporting Statement for 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.)
STARZ SERIES A - STOCK	PURCHASE	09/03/2015	10/13/2015
TAKE TWO INTERACTIVE SOFTWARE - STOCK	PURCHASE	08/22/2014	03/11/2015
TESSERA TECHNOLOGIES - STOCK	PURCHASE	12/02/2014	09/30/2015
USANA HEALTH SERVICES - STOCK	PURCHASE	02/13/2015	10/13/2015
MALLINCKRODT PLC - STOCK	PURCHASE	08/18/2014	03/24/2015
AMERICAN EXPRESS CO - STOCK	PURCHASE	04/22/2014	10/13/2015
BABCOX AND WILCOX - STOCK	PURCHASE	03/11/2014	03/17/2015
BLUCRA INC - STOCK	PURCHASE	08/27/2013	03/23/2015
BOOZ ALLEN HAMILTON KLDG - STOCK	PURCHASE	08/07/2014	10/13/2015
THE BUCKLE INC - STOCK	PURCHASE	08/07/2014	10/13/2015
CF INDUSTRIES - STOCK	PURCHASE	05/30/2012	10/13/2015
CVS HEALTH CORP - STOCK	PURCHASE	11/09/2011	10/05/2015
DELUXE CORP - STOCK	PURCHASE	10/08/2014	10/13/2015
DEPOMED INC - STOCK	PURCHASE	09/25/2014	10/13/2015
DISCOVER FINANCIAL - STOCK	PURCHASE	04/08/2014	11/30/2015

(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)
3251		3121	130
13543		12197	1346
11626		12414	-788
7770		5371	2399
4330		2339	1991
2987		3402	-415
10665		11920	-1255
7621		10580	-2959
4135		3188	947
1948		2302	-354
12725		8625	4100
26573		10033	16540
3734		3321	413
3352		2675	677
11831		11762	69

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))
			130
			1346
			-788
			2399
			1991
			-415
			-1255
			-2959
			947
			-354
			4100
			16540
			413
			677
			69

**TOTAL** ..... 78915

19/25

**Supporting Statement for 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.)
DOLBY LAB - STOCK	PURCHASE	02/29/2012	05/01/2015
GROUPE CGI INC - STOCK	PURCHASE	05/29/2014	10/13/2015
ICONIX BRAND GROUP - STOCK	PURCHASE	05/29/2014	10/13/2015
NEUSTAR INC - STOCK	PURCHASE	11/19/2013	10/13/2015
NUSKIN ENTERPRISES - STOCK	PURCHASE	06/01/2011	10/13/2015
ORACLE CORP - STOCK	PURCHASE	04/18/2011	10/13/2015
PDL BIOPHARMA INC - STOCK	PURCHASE	08/22/2014	10/13/2015
SPDR S&P 500 TRUST - STOCK	PURCHASE	10/10/2011	10/13/2015
STURM RUGER CO INC - STOCK	PURCHASE	08/29/2013	03/19/2015
SYNTEL INC - STOCK	PURCHASE	09/15/2014	10/13/2015
UNISYS CORP - STOCK	PURCHASE	04/23/2014	10/29/2015
UNITED THERAPEUTICS CORP - STOCK	PURCHASE	06/12/2013	01/06/2015
UNITED HEALTH GROUP INC - STOCK	PURCHASE	01/31/2012	10/13/2015
VANGUARD REIT ETF - STOCK	PURCHASE	01/22/2014	10/13/2015
VIACOM INC - STOCK	PURCHASE	01/18/2012	10/13/2015
(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)
13732		13081	651
3614		3324	290
2148		2836	-688
1890		3323	-1433
1262		1347	-85
4156		3689	467
1756		3426	-1670
11011		6544	4467
10667		11042	-375
3770		3570	200
5573		10597	-5024
15570		8295	7275
12054		5445	6609
14137		12048	2089
3491		3585	-94
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) FMV 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))
			651
			290
			-688
			-1433
			-85
			467
			-1670
			4467
			-375
			200
			-5024
			7275
			6609
			2089
			-94
<b>TOTAL</b> .....			<b>78915</b>

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990PF SUPPORTING STATEMENTS FOR 72-6028699

\*\*\*\* Schedule of Part I - Other Income

Description	Rev. & Exp. Per Books	Net Inv. Income	Adj. Net Income	Charitable Purposes
CAPITAL GAINS DISTRIBUTION	5576	5576	5576	
SECTION 1250 GAINS	573	573	573	
NONDIVIDEND DISTRIBUTIONS	6372	6372	6372	
REFUND	3927	3927	3927	
ALL OTHER	400	400	400	
	16848	12521	16848	

\*\*\*\* Schedule of Part I - Accounting Fees

Description	Rev. & Exp. Per Books	Net Inv. Income	Adj. Net Income	Charitable Purposes
ACCOUNTING	750	750	750	
	750	750	750	

\*\*\*\* Schedule of Part I - Other Professional Fees

Description	Rev. & Exp. Per Books	Net Inv. Income	Adj. Net Income	Charitable Purposes
INVESTMENT FEES	20606	20606	20606	20606
	20606	20606	20606	20606

\*\*\*\* Schedule of Part I - Taxes

Description	Rev. & Exp. Per Books	Net Inv. Income	Adj. Net Income	Charitable Purposes
PROPERTY	7782	7782	7782	7782
MS TAX	10	10	10	10
	7792	7792	7792	7792

990PF SUPPORTING STATEMENTS FOR 72-6028699

\*\*\*\* Schedule of Part I - Other Expenses

Description	Rev. & Exp. Per Books	Net Inv. Income	Adj. Net Income	Charitable Purposes
REPAIRS AND MAINT	23628	23628	23628	23628
TEL AND INTERNET	8615	8615	8615	8615
PURCHASES SUPPLIES	22206	22206	22206	22206
ALL OTHER	2571	2571	2571	2571
FUEL	4182	4182	4182	4182
INSURANCE	6359	6359	6359	6359
	-----	-----	-----	-----
	67561	67561	67561	67561

\*\*\*\* Schedule of Part II - Investments Corporate Stocks

Description	BOY Book Value	EOY Book Value	EOY FMV
CORPORATE STOCK	1916567	1999370	2096106
	-----	-----	-----
	1916567	1999370	2096106

\*\*\*\* Schedule of Part II - Land, Etc.

Description	BOY Book Value	EOY Book Value	EOY FMV
LAND	44000	44000	250000
	-----	-----	-----
	44000	44000	250000

JOHN JAMES AUDUBON FOUNDATION  
 SCHEDULE OF INVESTMENTS MARKET VALUE  
 31-Dec-15

	CASH AND SWEEPS		STOCKS OPTIONS & EFTS		FIXED INCOME SECURITIES		MUTUAL FUNDS		PREFERRED FIXED RATE CAP SECS		TOTAL
<b>MARKET VALUE</b>											
ACCT NUMBER 1305-2174	15,648.06		773,015.21		138,844.50		781,769.47		27,650.00		1,736,927.24
ACCT NUMBER 6076-9481	78,152.20		323,726.25		-		-		-		401,878.45
ACCT NUMBER 5624-6852	435.49		-		-		-		51,100.00		51,535.49
	<u>94,235.75</u>		<u>1,096,741.46</u>		<u>138,844.50</u>		<u>781,769.47</u>		<u>78,750.00</u>		<u>2,190,341.18</u>
<b>COST</b>											
ACCT NUMBER 1305-2174	15,648.06		601,136.40		121,937.50		870,870.05		25,000.00		1,634,592.01
ACCT NUMBER 6076-9481	78,152.20		330,426.37		-		-		-		408,578.57
ACCT NUMBER 5624-6852	435.49		-		-		-		50,000.00		50,435.49
	<u>94,235.75</u>		<u>931,562.77</u>		<u>121,937.50</u>		<u>870,870.05</u>		<u>75,000.00</u>		<u>2,093,606.07</u>
<b>NET BOOK VALUE</b>	-		165,178.69		16,907.00		(89,100.58)		3,750.00		96,735.11

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