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EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2015 or tax year beginning , and ending

Name of foundation RANDALL L. SULLIVAN FOUNDATION		A Employer identification number 73-1518383
Number and street (or P O box number if mail is not delivered to street address) 15 WEST 6TH ST. SUITE 2300	Room/suite	B Telephone number 918-523-0600
City or town, state or province, country, and ZIP or foreign postal code TULSA, OK 74119		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 97,685.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1 Contributions, gifts, grants, etc., received		10,425.		N/A	
2 Check <input 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		2,161.	2,161.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		9,181.			
b Gross sales price for all assets on line 6a 101,719.					
7 Capital gain net income (from Part IV, line 2)			9,181.		
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		8.	8.		STATEMENT 2
12 Total. Add lines 1 through 11		21,775.	11,350.		
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 STMT 3		650.	650.		0.
c Other professional fees STMT 4		573.	573.		0.
17 Interest					
18 Taxes STMT 5		42.	42.		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		1,265.	1,265.		0.
25 Contributions, gifts, grants paid		7,500.			7,500.
26 Total expenses and disbursements. Add lines 24 and 25		8,765.	1,265.		7,500.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		13,010.			
b Net investment income (if negative, enter -0-)			10,085.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	5,515.	12,363.	12,363.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	93,250.	99,412.	85,322.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	98,765.	111,775.	97,685.	
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	98,765.	111,775.		
30 Total net assets or fund balances	98,765.	111,775.		
31 Total liabilities and net assets/fund balances	98,765.	111,775.		

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	98,765.
2 Enter amount from Part I, line 27a	2	13,010.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	111,775.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	111,775.

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 CHASE ACCT 0447 - ST	P	07/01/15	12/31/15
b CHASE ACCT 0447 - LT	P	01/01/11	07/01/15
c CAPITAL GAINS DIVIDENDS			
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 21,995.		21,107.	888.
b 78,583.		71,431.	7,152.
c 1,141.			1,141.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) 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			888.
b			7,152.
c			1,141.
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	9,181.
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	5,000.	101,951.	.049043
2013	6,500.	98,377.	.066072
2012	4,450.	89,806.	.049551
2011	3,500.	95,898.	.036497
2010	14,122.	90,388.	.156238

2 Total of line 1, column (d)	2	.357401
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.071480
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	98,532.
5 Multiply line 4 by line 3	5	7,043.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	101.
7 Add lines 5 and 6	7	7,144.
8 Enter qualifying distributions from Part XII, line 4	8	7,500.

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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	101.
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	101.
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	101.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	101.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
1c		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e		
2		X
3 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		
3		X
4a		X
4b	N/A	
5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
6		X
7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>OK</u>		
b		
8b	X	
9		X
10	X	

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ▶ <u>RANDALL SULLIVAN</u> Telephone no. ▶ <u>918-523-0600</u> Located at ▶ <u>15 WEST 6TH ST. SUITE 2300, TULSA, OK</u> ZIP+4 ▶ <u>74119</u>		
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 ▶	Yes	No
	16	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		
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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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). N/A

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

5b		
6b		X
7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RANDALL L. SULLIVAN 15 WEST 6TH ST. SUITE 2300 TULSA, OK 74119	PRESIDENT & CEO	0.00	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	91,092.
b	Average of monthly cash balances	1b	8,940.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	100,032.
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	100,032.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,500.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	98,532.
6	Minimum investment return. Enter 5% of line 5	6	4,927.

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	4,927.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	101.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	101.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,826.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,826.
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	4,826.

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	7,500.
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	7,500.
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	101.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,399.

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				4,826.
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	9,709.			
b From 2011				
c From 2012	54.			
d From 2013	1,732.			
e From 2014				
f Total of lines 3a through e	11,495.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$	7,500.			
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				4,826.
e Remaining amount distributed out of corpus	2,674.			
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:	14,169.			
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	9,709.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	4,460.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012	54.			
c Excess from 2013	1,732.			
d Excess from 2014				
e Excess from 2015	2,674.			

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				(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).)

RANDALL L. SULLIVAN

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
TULSA SOUTHSIDE ROTARY FOUNDATION PO BOX 700413 TULSA, OK 74170			DONATION	2,500.
UNIVERSITY OF OKLAHOMA 100 TIMBERDELL ROAD NORMAN, OK 73019			DONATION	5,000.
Total			▶ 3a	7,500.
<i>b Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

RANDALL L. SULLIVAN FOUNDATION

Employer identification number

73-1518383

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)**

Name of organization RANDALL L. SULLIVAN FOUNDATION	Employer identification number 73-1518383
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Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<u>RANDALL L. SULLIVAN</u> <u>110 W. 7TH ST, STE 2700</u> <u>TULSA, OK 74119</u>	\$ <u>10,425.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization RANDALL L. SULLIVAN FOUNDATION	Employer identification number 73-1518383
---	---

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

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

Name of organization RANDALL L. SULLIVAN FOUNDATION	Employer identification number 73-1518383
---	---

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
CHASE	3,302.	1,141.	2,161.	2,161.		
TO PART I, LINE 4	3,302.	1,141.	2,161.	2,161.		

FORM 990-PF	OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME		
OTHER INVESTMENT INCOME	8.	8.			
TOTAL TO FORM 990-PF, PART I, LINE 11	8.	8.			

FORM 990-PF	ACCOUNTING FEES				STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING	650.	650.		0.		
TO FORM 990-PF, PG 1, LN 16B	650.	650.		0.		

FORM 990-PF	OTHER PROFESSIONAL FEES				STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
MANAGEMENT FEES	573.	573.		0.		
TO FORM 990-PF, PG 1, LN 16C	573.	573.		0.		

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES PAID	42.	42.			0.
TO FORM 990-PF, PG 1, LN 18	42.	42.			0.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE		
CHASE	99,412.	85,322.		
TOTAL TO FORM 990-PF, PART II, LINE 10B	99,412.	85,322.		

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	7
NAME OF CONTRIBUTOR	ADDRESS		
RANDALL L. SULLIVAN	110 W. 7TH STREET, SUITE 2700 TULSA, OK 74119		



Account No: 840-70447
 Account Name: THE RANDALL L SULLIVAN FOUNDAT
 Recipient's Identification Number: XX-XXX8383
 Account Executive No: L15
 ORIGINAL: 12/31/15

J.P. MORGAN SECURITIES LLC
 MEMBER FINRA, NYSE, SIPC
 420 W. VAN BUREN STREET
 SUITE IL-0291, 11TH FL
 CHICAGO, IL 60606-3534

Telephone Number: (800) 392-5749

2015 Supplemental Gain or (Loss) Information
Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN/(LOSS)
12/23/15	A 07/07/15	**ASTONFAIRPOINTE MID CAP FUND CL I	ABMIX 00078H158	0.46000	17.52	18.78	(1.26)
12/23/15	A 07/07/15	**ABERDEEN ASIA PACIFIC EQUITY FUND INSTITUTIONAL SHARES	AAPIX 003021698	11.49500	108.74	129.29	(20.55)
10/16/15	A 07/07/15	**CAUSEWAY CAP MGMT TR INTL VALUE FD INSTL CL	CIVIX 14949P208	6.43200	95.13	97.19	(2.06)
12/23/15	A 07/07/15	**CAUSEWAY CAP MGMT TR INTL VALUE FD INSTL CL	CIVIX 14949P208	23.21400	331.73	350.76	(19.03)
12/23/15	A 07/07/15	**DELAWARE GROUP EMERGING MARKETS FUND-INSTL CL	DEMIX 245914817	13.16100	167.41	181.37	(13.96)
10/16/15	A 07/07/15	**DODGE & COX INCOME FUND	DODIX 256210105	9.02700	121.86	123.11	(1.25)
12/23/15	A 07/07/15	**DODGE & COX INCOME FUND	DODIX 256210105	23.54200	312.64	321.07	(8.43)
10/16/15	A 07/07/15	**FIDELITY ADVISOR NEW INSIGHTS FD CL I	FINSX 316071604	1.87400	51.79	52.88	(1.09)
12/23/15	A 07/07/15	**FIDELITY ADVISOR NEW INSIGHTS FD CL I	FINSX 316071604	14.14900	379.61	398.20	(18.59)
12/23/15	A 07/07/15	ISHARES RUSSELL 2000 ETF	IWM 464287655	2.00000	229.61	243.23	(13.62)
10/16/15	A 07/07/15	ISHARES MSCI EAFE ETF	EFA 464287465	2.00000	122.43	123.52	(1.09)
12/23/15	A 07/07/15	ISHARES MSCI EAFE ETF	EFA 464287465	7.00000	416.42	432.31	(15.89)
07/07/15	A 12/15/14	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	3.37400	91.06	64.66	26.40

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

J.P. MORGAN SECURITIES LLC
 MEMBER FINRA, NYSE, SIPC
 420 W VAN BUREN STREET
 SUITE IL1-0291, 11TH FL
 CHICAGO, IL 60608-3534

Account No: 840-70447

Account Name: THE RANDALL L SULLIVAN FOUNDAT

Recipient's Identification Number: XX-XXX8393

Account Executive No: L15

Telephone Number: (800) 392-5749

ORIGINAL:

12/31/15



2015 Supplemental Gain or (Loss) information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN/(LOSS)
07/07/15	A 12/15/14	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	24.33600	656.84	466.42	190.42
10/16/15	A 07/07/15	**OAKMARK FUND	OAKMX 413838103	2.63700	171.05	174.12	(3.07)
12/23/15	A 07/07/15	**OAKMARK FUND	OAKMX 413838103	12.10000	770.53	798.41	(27.88)
10/16/15	A 07/07/15	**OAKMARK INTERNATIONAL FUND	OAKIX 413838202	0.44200	10.21	10.67	(0.46)
12/23/15	A 07/07/15	**OAKMARK INTERNATIONAL FUND	OAKIX 413838202	7.05800	151.61	169.32	(17.71)
12/23/15	A 07/07/15	**HARBOR INTERNATIONAL FUND INSTITUTIONAL	HAINX 411511306	3.62200	217.75	245.12	(27.37)
10/16/15	A 07/07/15	**JPMORGAN TR I U S EQUITY FD INSTL CL	JMUEX 4812A1142	3.87900	55.66	57.66	(2.00)
12/23/15	A 07/07/15	**JPMORGAN TR I U S EQUITY FD INSTL CL	JMUEX 4812A1142	71.89000	1,001.43	1,064.09	(62.66)
12/23/15	A 07/07/15	**JPMORGAN TR I MID CAP EQUITY FD SELECT CL	VSNX 4812A1266	2.58400	111.14	123.00	(11.86)
10/16/15	A 07/07/15	**JPMORGAN TR II HIGH YIELD FD SELECT CL	OHYFX 4812C0803	3.30100	23.93	24.94	(1.01)
12/23/15	A 07/07/15	**JPMORGAN TR II HIGH YIELD FD SELECT CL	OHYFX 4812C0803	22.10700	151.21	166.94	(15.73)
10/16/15	A 07/07/15	**JPMORGAN SHORT DURATION BOND FD SELECT CL	HLLVX 4812C1330	16.62000	181.16	181.32	(0.16)
12/23/15	A 07/07/15	**JPMORGAN SHORT DURATION BOND FD SELECT CL	HLLVX 4812C1330	42.32600	457.54	461.77	(4.23)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



Account No: 840-70447

Account Name: THE RANDALL L SULLIVAN FOUNDAT

Recipient's Identification Number: XX-XX8383

Account Executive No: L15

ORIGINAL: 12/31/15

J.P. MORGAN SECURITIES LLC
MEMBER FINRA, NYSE, SIPC
420 W. VAN BUREN STREET
SUITE IL1-0291, 11TH FL
CHICAGO, IL 60606-3534

Telephone Number: (800) 392-5749

2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain (Loss)
10/16/15	A 07/07/15	**JANUS INVT FD HIGH YIELD FD CL I	JHYFX 47103C571	8.31200	68.91	71.05	(2.14)
12/23/15	A 07/07/15	**JANUS INVT FD HIGH YIELD FD CL I	JHYFX 47103C571	32.29300	255.76	275.93	(20.17)
12/23/15	A 07/07/15	**LAZARD FDS INC INTL STRATEGIC EQI PORT INSTL	LISIX 52106N590	21.92600	295.13	315.94	(20.81)
10/16/15	A 07/07/15	**MASSACHUSETTS INVESTORS TRUST-CL I	MITIX 575736400	5.15600	145.29	147.82	(2.53)
12/23/15	A 07/07/15	**MASSACHUSETTS INVESTORS TRUST-CL I	MITIX 575736400	29.14800	783.50	832.40	(48.90)
10/16/15	A 07/07/15	**PIMCO SHORT TERM FUND INSTL CL	PTSHX 693390601	25.74400	250.49	252.54	(2.05)
12/23/15	A 07/07/15	**PIMCO SHORT TERM FUND INSTL CL	PTSHX 693390601	83.31800	812.35	817.33	(4.98)
07/07/15	A 12/15/14	**T ROWE PRICE BLUE CHIP GROWTH FUND INC	TRBCX 77954Q106	6.23317	449.79	397.86	51.93
07/07/15	A 10/15/14	**T ROWE PRICE BLUE CHIP GROWTH FUND INC	TRBCX 77954Q106	125.31383	9,042.64	7,998.64	1,044.00
07/07/15	A 12/18/14	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	10.68500	213.59	203.02	10.57
10/16/15	A 07/07/15	**T ROWE PRICE NEW INCOME FUND INC	PRCIX 779570100	13.10300	124.48	124.48	0.00
12/23/15	A 07/07/15	**T ROWE PRICE NEW INCOME FUND INC	PRCIX 779570100	29.63800	277.41	281.55	(4.14)
10/16/15	07/07/15	SPDR S&P 500 ETF TRUST	SPY 78462F103	2.00000	405.57	410.74	(5.17)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Account No: 840-70447

Account Name: THE RANDALL L SULLIVAN FOUNDAT

Recipient's Identification Number: XX-XXX8383

Account Executive No: L15

ORIGINAL: 12/31/15

J.P. MORGAN SECURITIES LLC
MEMBER FINRA, NYSE, SIPC
420 W. VAN BUREN STREET
SUITE IL1-0291, 11TH FL
CHICAGO, IL 60606-3534

Telephone Number: (800) 392-5749



2015 Supplemental Gain or (Loss) Information (continued)

Short-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain/Loss
12/23/15	07/07/15	SPDR S&P 500 ETF TRUST	SPY 78462F103	6.00000	1,236.09	1,232.21	3.88
10/16/15	A 07/07/15	**VANGUARD WORLD FUND INTL GROWTH FD ADMIRAL SHS	VWILX 921910501	0.44100	30.36	31.36	(1.00)
12/23/15	A 07/07/15	**VANGUARD WORLD FUND INTL GROWTH FD ADMIRAL SHS	VWILX 921910501	6.59000	447.31	468.08	(20.77)
10/16/15	A 07/07/15	**VANGUARD SHORT TERM BOND INDEX FUND ADMIRAL SHARES	VBIRX 921937702	18.48000	194.96	194.59	0.37
12/23/15	A 07/07/15	**VANGUARD SHORT TERM BOND INDEX FUND ADMIRAL SHARES	VBIRX 921937702	42.98400	448.75	452.62	(3.87)
12/23/15	A 07/07/15	**WELLS FARGO FUNDS EMERGING MKRKT EQ FD INSTL CL	EMGNX 94975P751	5.81100	106.64	119.16	(12.52)
					21,995.03	21,107.47	887.56

2015 Supplemental Gain or (Loss) Information

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain/Loss
07/07/15	A 06/16/13	**ARTISAN PARTNERS FDS INC INTL FD ADV SH	APDX 04314H675	208.92000	6,332.37	5,638.45	693.92
10/16/15	A 11/16/10	**BLACKROCK FDS HIGH YIELD BD PORTFOLIO INSTL	BHYIX 091929638	1.56000	11.79	11.96	(0.17)
12/23/15	A 11/16/10	**BLACKROCK FDS HIGH YIELD BD PORTFOLIO INSTL	BHYIX 091929638	42.91300	305.54	329.01	(23.47)

If you are required to file a return, a negligence penalty or other sanctions may be imposed on you if this income is taxable and the IRS determines that it has not been reported.



Account No: 840-70447
 Account Name: THE RANDALL L SULLIVAN FOUNDAT
 Recipient's Identification Number: XX-XXX8383
 Account Executive No: L15
 ORIGINAL: 12/31/15

J.P. MORGAN SECURITIES LLC
 MEMBER FINRA, NYSE, SIPC
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 CHICAGO, IL 60606-3534

Telephone Number: (800) 392-5749

2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain/Loss
07/07/15 A	11/16/10	**BLACKROCK FDS HIGH YIELD BD PORTFOLIO INSTL	BHYIX 091929638	694.16000	5,435.27	5,322.03	113.24
07/07/15 A	12/21/09	**DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX 256206103	2.07200	88.45	64.73	23.72
07/07/15 A	10/25/12	**DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX 256206103	7.36700	314.50	230.13	84.37
07/07/15 A	10/25/11	**DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX 256206103	13.80500	589.34	431.24	158.10
07/07/15 A	09/10/09	**DODGE & COX FUNDS INTERNATIONAL STOCK FUND	DODFX 256206103	108.04500	4,612.44	3,375.13	1,237.31
07/07/15 A	12/21/12	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	0.13218	3.57	2.53	1.04
07/07/15 A	12/16/13	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	2.87745	77.66	55.15	22.51
07/07/15 A	12/16/13	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	20.57325	555.27	394.30	160.97
07/07/15 A	11/21/12	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	21.21838	572.68	406.67	166.01
07/07/15 A	11/22/11	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	42.03725	1,134.59	805.67	328.92
07/07/15 A	06/29/10	**HARTFORD MUT FDS INC MIDCAP FD CL I	HFMIX 41664M870	170.06749	4,590.12	3,259.47	1,330.65
07/07/15 A	12/01/09	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	1.30200	15.25	15.23	0.02
07/07/15 A	01/04/10	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	1.35700	15.89	15.87	0.02

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 MEMBER FINRA, NYSE, SIPC
 420 W. VAN BUREN STREET
 SUITE IL1-0291, 11TH FL
 CHICAGO, IL 60606-3534

Telephone Number (800) 392-5749

Account No: 840-70447

Account Name: THE RANDALL L SULLIVAN FOUNDAT

Recipient's Identification Number: XX-XXX8383

Account Executive No: L15

ORIGINAL: 12/31/15



2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol CUSIP	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	REALIZED GAIN/(LOSS)
07/07/15 A	10/01/09	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	1.36700	16.01	15.99	0.02
07/07/15 A	11/02/09	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	1.36800	16.02	16.00	0.02
10/16/15 A	10/25/13	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	13.98600	164.62	163.59	1.03
07/07/15 A	10/25/10	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	17.64100	206.58	206.34	0.24
12/23/15 A	10/25/13	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	18.04100	208.73	211.02	(2.29)
07/07/15 A	10/25/11	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	35.07700	410.75	410.28	0.47
07/07/15 A	10/25/12	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	94.36300	1,104.99	1,103.72	1.27
07/07/15 A	10/25/13	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	127.67500	1,495.06	1,493.35	1.71
07/07/15 A	09/10/09	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	346.08000	4,052.60	4,047.93	4.67
07/07/15 A	10/17/11	**JPMORGAN TR II CORE BD FD SELECT CL	WOBDX 4812C0381	1,409.47900	16,505.00	16,485.98	19.02
07/07/15 A	12/22/09	**JPMORGAN TR I EMERGING MKTS EQUITY FD INSTL	JMIEX 4812A0631	0.62580	13.68	12.19 T	1.49
07/07/15 A	10/25/12	**JPMORGAN TR I EMERGING MKTS EQUITY FD INSTL	JMIEX 4812A0631	3.51953	76.94	68.54 T	8.40
07/07/15 A	10/25/13	**JPMORGAN TR I EMERGING MKTS EQUITY FD INSTL	JMIEX 4812A0631	12.20565	266.81	237.71 T	29.10

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2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Symbol	Description	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain/Loss
07/07/15 A	10/25/11	**JPMORGAN TR I EMERGING MKTS EQUITY FD INSTL	22.46073	490.99	437.43	53.56
07/07/15 A	09/10/09	**JPMORGAN TR I EMERGING MKTS EQUITY FD INSTL	179.13129	3,915.81	3,488.66	427.15
10/16/15 A	07/10/12	**MFS SER TR I VALUE FUND CLI	2.12000	72.81	51.52	21.29
12/23/15 A	07/10/12	**MFS SER TR I VALUE FUND CLI	10.46500	348.49	257.66	90.83
07/07/15 A	07/10/12	**MFS SER TR I VALUE FUND CLI	208.95300	7,419.91	5,078.10	2,341.81
07/07/15 A	12/09/09	**PIMCO TOTAL RETURN FUND INSTL CL	0.79800	8.46	8.59	(0.13)
07/07/15 A	09/30/09	**PIMCO TOTAL RETURN FUND INSTL CL	1.06400	11.28	11.46	(0.18)
07/07/15 A	12/31/09	**PIMCO TOTAL RETURN FUND INSTL CL	1.16600	12.36	12.56	(0.20)
07/07/15 A	11/30/09	**PIMCO TOTAL RETURN FUND INSTL CL	1.20700	12.79	13.00	(0.21)
07/07/15 A	10/30/09	**PIMCO TOTAL RETURN FUND INSTL CL	1.50400	15.94	16.20	(0.26)
07/07/15 A	12/09/09	**PIMCO TOTAL RETURN FUND INSTL CL	2.86800	30.40	30.89	(0.49)
07/07/15 A	10/25/12	**PIMCO TOTAL RETURN FUND INSTL CL	5.88200	62.35	63.35	(1.00)
07/07/15 A	10/25/10	**PIMCO TOTAL RETURN FUND INSTL CL	6.42400	68.09	69.19	(1.10)

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Account No: 840-70447

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ORIGINAL:

12/31/15



2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Option Premium	Cost or Other Basis	Realized Gain/Loss
07/07/15	A	**PIMCO TOTAL RETURN FUND INSTL CL	PTTRX 693390700	48,00000	509.80	516.97	(8.17)
07/07/15	A	**PIMCO TOTAL RETURN FUND INSTL CL	PTTRX 693390700	230.26000	2,440.77	2,479.97	(39.20)
07/07/15	A	**PIMCO TOTAL RETURN FUND INSTL CL	PTTRX 693390700	355.65800	3,769.97	3,830.55	(60.58)
07/07/15	A	**PIMCO TOTAL RETURN FUND INSTL CL	PTTRX 693390700	774.57600	8,210.50	8,342.42	(131.92)
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	0.15100	3.02	2.87	0.15
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	0.24300	4.86	4.62	0.24
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	0.28200	5.64	5.36	0.28
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	0.96700	19.33	18.37	0.96
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	1.29600	25.91	24.62	1.29
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	3.93600	78.68	74.79	3.89
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	5.94500	118.84	112.96	5.88
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	7.23800	144.69	137.53	7.16
07/07/15	A	**ROYCE FUND PREMIER SERIES	RYPRX 780905600	9.61800	192.26	182.75	9.51

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2015 Supplemental Gain or (Loss) Information (continued)

Long-Term Gain or (Loss) from Transactions not Reported to IRS

Date of Sale or Exchange	Date of Acquisition	Description	Symbol	Quantity	Gross Proceeds Less Commission and Premium	Cost or Other Basis	Realized Gain/Loss
07/07/15	A 11/16/10	**ROYCE FUND PREMIER SERIES	RYPRX	69.91700	1,397.64	1,328.47	69.17
56 ITEMS - Total Long-Term Not Reported Transactions Gain or (Loss)							7,162.04

FOOTNOTES

A - Position carried at Average Cost.
 T - Cost Basis Information is based on information you, your advisor or third parties have supplied and it has been included on your statement for informational purposes only. JPMCC has not attempted to validate this information and disclaims all warranties of any kind related to this information, either express or implied, including, without limitation, any implied warranties of accuracy, completeness and fitness for a particular purpose.
 E - Adjusted for option exercise or assignment.

DISPOSAL METHODS

Blank - FIFO (First In First Out); L - LIFO (Last In First Out); S - Specific Match (Versus Purchase Method); H - High Cost Method; C - Low Cost Method; X - High Cost Long-Term