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

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OMB No 1545-0052

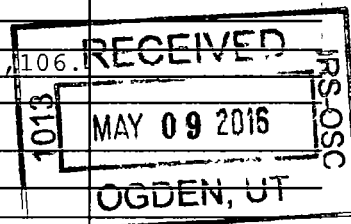
2015

Open to Public Inspection

For calendar year 2015, or tax year beginning , 2015, and ending

Name of foundation LESLIE POWELL TRUST		A Employer identification number 73-6206326
Number and street (or P.O. box number if mail is not delivered to street address) 1525 MAGNOLIA-C/O LISA SUMMERS, CPA		B Telephone number (see instructions) (405) 321-2152
City or town, state or province, country, and ZIP or foreign postal code NORMAN OK 73072		C If exemption application is pending, check here. ▶ <input type="checkbox"/>
G 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		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, column (c), line 16) \$ 1,378,052.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	
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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (attach schedule)					
2 Ck ▶ <input checked="" type="checkbox"/> If the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2.	2.	2.	
4 Dividends and interest from securities		53,200.	53,200.	53,200.	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			49,425.		
8 Net short-term capital gain				2,106.	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
See Line 11 Stmt		-2,359.	-2,359.	-2,359.	
12 Total. Add lines 1 through 11.		50,843.	100,268.	52,949.	
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach sch.)		1,734.	1,734.	1,734.	
c Other prof fees (attach sch.)					
17 Interest					
18 Taxes (attach schedule)(see Instrs) See Line 18 Stmt		2,455.	2,455.	127.	
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) See Line 23 Stmt		1,252.	14,510.	7,636.	
24 Total operating and administrative expenses. Add lines 13 through 23		5,441.	18,699.	9,497.	
25 Contributions, gifts, grants paid		72,000.			72,000.
26 Total expenses and disbursements. Add lines 24 and 25		77,441.	18,699.	9,497.	72,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-26,598.			
b Net investment income (if negative, enter -0-)			81,569.		
c Adjusted net income (if negative, enter -0-)				43,452.	



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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	474.	97.	97.
	2 Savings and temporary cash investments	92,047.	59,149.	59,149.
	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 sch) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	227,642.	127,051.	155,312.
c Investments — corporate bonds (attach schedule)	122,776.	122,776.	123,986.	
11 Investments — land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
12 Investments — mortgage loans				
13 Investments — other (attach schedule)	953,796.	1,097,230.	1,039,013.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe)	495.	495.	495.	
16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I).	1,397,230.	1,406,798.	1,378,052.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T B A L A N C E S	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			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,397,230.	1,406,798.	
	30 Total net assets or fund balances (see instructions)	1,397,230.	1,406,798.	
	31 Total liabilities and net assets/fund balances (see instructions)	1,397,230.	1,406,798.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,397,230.
2 Enter amount from Part I, line 27a	2	-26,598.
3 Other increases not included in line 2 (itemize) ▶ See Other Increases Stmt	3	49,425.
4 Add lines 1, 2, and 3	4	1,420,057.
5 Decreases not included in line 2 (itemize) ▶ See Other Decreases Stmt	5	13,259.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,406,798.

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 shares MLC Company)(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)

1 a SEE ATTACHED	P	Various	Various
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 361,213.		311,788.	49,425.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			49,425.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	49,425.
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) (see instructions). If (loss), enter -0- in Part I, line 8		3	2,106.

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	72,000.	1,403,051.	0.051317
2013	72,000.	1,448,534.	0.049705
2012	77,369.	1,370,091.	0.056470
2011	66,000.	1,296,935.	0.050889
2010	78,807.	1,304,017.	0.060434
2 Total of line 1, column (d)		2	0.268815
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	0.053763
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.		4	1,410,603.
5 Multiply line 4 by line 3		5	75,838.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	816.
7 Add lines 5 and 6.		7	76,654.
8 Enter qualifying distributions from Part XII, line 4		8	72,000.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,631.
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	1,631.
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	1,631.
6 Credits/Payments:			
a 2015 estimated tax pmts and 2014 overpayment credited to 2015	6 a	1,796.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,796.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	165.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax 165. Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation (2) On foundation managers		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions)		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13		X
Website address N/A				
14	The books are in care of LISA SUMMERS, CPA Telephone no (405) 321-2152			
Located at 1525 MAGNOLIA NORMAN OK ZIP + 4 73072				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country				

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

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

	Yes	No
1 a 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)?	1 b	
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1 c	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.)	2 b	
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 __		
3 a 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.)	3 b	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?**5 b**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).

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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**7 b****b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**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
TOM SUTHERLIN 154 NW 36TH LAWTON OK 73505	TRUSTEE 2.00	0.	0.	0.
ROBERT ROSS 513 SW "C" AVENUE LAWTON OK 73501	TRUSTEE 2.00	0.	0.	0.
ALAN JOLLY 8414 SW WILLOW LAWTON OK 73507	TRUSTEE 2.00	0.	0.	0.

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

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

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

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		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	None

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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	1 a	1,431,798.
b	Average of monthly cash balances	1 b	286.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	1,432,084.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,432,084.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	21,481.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,410,603.
6	Minimum investment return. Enter 5% of line 5.	6	70,530.

Part XIII 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	70,530.
2 a	Tax on investment income for 2015 from Part VI, line 5	2 a	1,631.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,631.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	68,899.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4.	5	68,899.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	68,899.

Part XIV 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	1 a	72,000.
b	Program-related investments — total from Part IX-B.	1 b	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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	72,000.
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 (see instructions).	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	72,000.

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				68,899.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			9,702.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2015				
a From 2010	0.			
b From 2011	0.			
c From 2012	0.			
d From 2013	0.			
e From 2014	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: \$ 72,000.				
a Applied to 2014, but not more than line 2a			9,702.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2015 distributable amount				62,298.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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 instructions			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				6,601.
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2011	0.			
b Excess from 2012	0.			
c Excess from 2013	0.			
d Excess from 2014	0.			
e Excess from 2015	0.			

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

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

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

NONE

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

NONE

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

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

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

N/A

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

N/A

- c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year LESLIE POWELL FOUNDATION 716 "D" AVENUE LAWTON OK 73501		PRIVATE OPERATING FOUNDATION	REQUIRED BY THE GOVERNING INSTRUMENT	72,000.
Total			3 a	72,000.
b Approved for future payment LESLIE POWELL FOUNDATION 706 "D" AVENUE LAWTON OK 73501	NONE	PRIVATE OPERATING FOUNDATION	AS REQUIRED BY GOVERNING INSTRUMENT ALL DISTRIBUTABLE 2016 INCOME WILL BE DISTRIBUTED	72,000.
Total			3 b	72,000.

Form 990-PF, Page 1, Part I, Line 11

Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
K-1 ORDINARY INCOME	-2,277.	-2,277.	-2,277.
SALE OF FRAC SH	0.		
INTEREST PURCHASED	0.		
SEC 1231 GAIN	-82.	-82.	-82.
Total	<u>-2,359.</u>	<u>-2,359.</u>	<u>-2,359.</u>

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FED EXCISE TAX	2,328.	2,328.		
FOREIGN TAX PAID	127.	127.	127.	
Total	<u>2,455.</u>	<u>2,455.</u>	<u>127.</u>	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
BROKER CHARGES		13,258.	6,404.	
INSURANCE	1,232.	1,232.	1,232.	
MISC	20.	20.		
ADJUSTMENT DUE TO ROUNDING				
Total	<u>1,252.</u>	<u>14,510.</u>	<u>7,636.</u>	

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

CAPITAL GAINS NOT INCL IN COL A	49,425.
SALE OF FRAC SHARES	
Total	<u>49,425.</u>

Form 990-PF, Page 2, Part III, Line 5

Other Decreases Stmt

CAPITAL LOSS NOT INCLUDED COL A	
BROKER CHARGES	13,258.
ADJUSTMENT FOR ROUNDING	1.
Total	<u>13,259.</u>

LESLIE POWELL TRUST
 FORM 990-PF 2015- FED ID #73-6206326
 ATTACHMENT 2
 GROSS PROCEEDS FROM DISPOSITIONS OF SECURITIES #9695
 CAPITAL GAINS AND LOSSES FROM DISPOSITIONS

FOR THE YEAR ENDING 12-31-15

DESCRIPTION	HOW ACQUIRED	DATE ACQUIRED	DATE SOLD	GROSS SALES PRICE	COST OR OTHER BASIS	GAIN/(LOSS) LT	GAIN/(LOSS) ST
TOTAL SA SPONS ADR ISIN PURCHASED VAR 2010			01/08/15	\$ 4,041.96	\$ 4,617.15	\$ (575.19)	
FID ADV NEW INSIGHTS	PURCHASE	03/15/13	03/12/15	\$ 23,342.65	\$ 22,300.33	\$ 1,042.32	
ISHARES CORE S&P	PURCHASE	03/17/14	03/16/15	\$ 17,144.10	\$ 15,566.12		\$ 1,577.98
ISHARES COR US AGG	PURCHASE	09/15/14	03/16/15	\$ 9,573.09	\$ 9,478.42		\$ 94.67
INVESCO GLOBAL RE INC	PURCHASE	2013 & REINV	07/06/15	\$ 32,990.77	\$ 33,931.77	\$ (899.48)	\$ (41.52)
WESTWOOD SHT DUR HY	PURCHASE	07/06/05	07/06/15	\$ 40,058.87	\$ 42,319.61	\$ (2,163.35)	\$ (97.39)
FIDELITY ADV NEW INSGT	PURCHASE	03/15/13	07/06/15	\$ 74,698.03	\$ 69,015.74	\$ 5,109.99	\$ 572.30
PIMCO INC FUND INST	PURCHASE	2013 & REINV	07/06/15	\$ 9,885.00	\$ 10,008.01	\$ (123.01)	
VANGUARD EQU INC INV	PURCHASE	VAR 2014	07/06/15	\$ 3,685.00	\$ 3,093.01	\$ 591.99	
ISHARES MSCI EAFE	PURCHASE	06/06/11	07/08/15	\$ 56,048.05	\$ 51,411.83	\$ 4,636.22	
MFS INTL VAL FD	PURCHASE	03/19/13	07/08/15	\$ 3,785.00	\$ 3,351.63	\$ 433.37	
TEMPLETON GLOB BND	PURCHASE	VAR 2011&13	07/08/15	\$ 6,185.00	\$ 6,869.38	\$ (684.38)	
APPLE INCL	PURCHASE	VAR 09&10	08/26/15	\$ 27,399.64	\$ 4,443.34	\$ 22,956.30	
GENERAL ELECT	PURCHASE	VAR 08&11	08/27/15	\$ 18,287.50	\$ 12,629.46	\$ 5,658.04	
PFIZER	PURCHASE	VAR 04&11	08/27/15	\$ 16,592.69	\$ 11,260.60	\$ 5,332.09	
QUALCOM	PURCHASE	VAR 08&10	08/27/15	\$ 6,707.44	\$ 4,853.61	\$ 1,853.83	
ABBOT LABS	PURCHASE	VAR 2011	09/30/15	\$ 10,788.63	\$ 6,638.66	\$ 4,149.97	

\$ 361,213.42	\$ 311,788.67	\$ 47,318.71	\$ 2,106.04
		\$ 49,424.75	

LESLIE POWELL TRUST
 2015 FORM 990 PF-ATTACHMENT 1 FOR PAGE 2
 EIN 73-6206326

DESCRIPTION	# SHARES	PURCHASE DATE	BOOK VALUE 12/31/2015	MARKET VALUE 12/31/2015
<u>ACCRUED INTEREST</u>				
			\$ 494.57	\$ 494.57

EQUITIES

ABBOTT LABORATORIES	0	VAR 11		
ALTERIA GROUP INC	1110	2/1/2011	\$ 9,074.64	\$ 20,955.60
APPLE INC		VAR 09 & 10	\$ -	
ASTRAZENECA	70	VAR 07	\$ 3,458.31	\$ 4,753.00
CHEVRON CORP NEW	35	3/18/2010	\$ 2,615.77	\$ 3,148.60
CHUBB CORP	101	VAR 06	\$ 4,903.70	\$ 13,396.64
CONOCOPHILLIPS	56	VAR 06-09	\$ 2,906.78	\$ 2,614.64
DEUTSCHE TELEKOM AG	315	VAR 01-06	\$ 5,831.79	\$ 5,710.95
EXXON MOBIL CORP	61	VAR 07/08	\$ 5,501.12	\$ 4,754.95
ORANGE ADR (FRMLY FRANCE TELI	212	VAR 06-10	\$ 4,434.02	\$ 3,525.56
GENERAL ELECTRIC	0	VAR 08-11	\$ -	
GLAXOSMITHKLINE	115	VAR 02-04	\$ 5,322.61	\$ 4,640.25
INTEL CORP	170	VAR 08	\$ 2,685.21	\$ 5,856.50
I SHARES TR MSCI EAFE INDEX FD	0	6/6/2011	\$ -	
MARKS & SPENCER GROUP SPON A	55	VAR 03-08	\$ 3,304.99	\$ 3,400.68
MCDONALDS CORP	57	11/22/2006	\$ 2,393.43	\$ 6,733.98
MERCK & CO INC NEW COM	63	5/19/2008	\$ 1,616.31	\$ 3,327.66
NIPPON TEL & TEL CORP SPONS	225	6/15/2007	\$ 5,102.61	\$ 8,941.50
PEPSICO INC	61	8/19/2008	\$ 4,261.26	\$ 6,095.12
PFIZER INC.	0	VAR 04-11	\$ -	
PG & E CORP	135	VAR 10	\$ 5,717.86	\$ 7,180.65
QUALCOMM INC.	0	VAR 08-10	\$ -	
SAINSBURY (J) ADR EA REP	100	4/1/2011	\$ 2,368.57	\$ 1,525.80
SANOFI SPONSORED ADR	120	VAR 06	\$ 5,153.24	\$ 5,118.00
SUMITOMO MITSUI FINANCIAL GR	287	VAR 07	\$ 4,303.59	\$ 2,178.33
SUBURBAN PROPANE PTNRS	670		\$ 21,612.76	\$ 16,287.70
SYSCO CORP	452	4/8/2011	\$ 13,183.95	\$ 18,532.00
TAKEDA PHARMACEUTICAL CO LTC	85	VAR 11	\$ 2,067.46	\$ 2,142.77
TELECOM ITALIA SPA SPONS ADR	355	VAR 03-10	\$ 9,230.96	\$ 4,490.75
TOTAL ADR EACH REP	85	VAR 10		
SUBTOTAL EQUITIES			\$ 127,050.94	\$ 155,311.63

FIXED INCOME

GENWORTH FINANCIAL INC	50000	5/20/2010	\$ 50,159.10	\$ 48,750.00
HANESBRANDS INC. SR 6.375%	50000	3/24/2012	\$ 51,389.76	\$ 51,750.00
LLOYDS TSB BANK PLC NOTE	20000	3/25/2011	\$ 21,227.37	\$ 23,485.60
SUBTOTAL FIXED INCOME			\$ 122,776.23	\$ 123,985.60

MUTUAL FUNDS

LESLIE POWELL TRUST
 2015 FORM 990 PF-ATTACHMENT 1 FOR PAGE 2
 EIN 73-6206326

DESCRIPTION	# SHARES	PURCHASE DATE	BOOK VALUE 12/31/2015	MARKET VALUE 12/31/2015
BRIDGEWAY LARG CAP GROWTH	4284.832	7/6 & 9/21/2015	\$ 101,951.18	\$ 99,922.28
BROWN CAPITAL MGT SMALL CO	822.352	6/27/2012	\$ 48,545.00	\$ 58,724.16
FIDELITY ADV-NEW INSIGHTS	0	3/15/2013	\$ -	
DIAMOND HILL SMALL CAP FND	1853.701	3/17/2014+ REIV	\$ 62,469.35	\$ 57,983.77
DOUBLELINE TOTAL RET BND FND	4243.064	8/28/2013+ REIN\	\$ 46,422.07	\$ 45,740.23
INVESCO GLOBAL REAL ESTATE	0	2013 + REIV	\$ -	
I SHARES COR S&P 500	254	3/17/2014& 15	\$ 49,647.95	\$ 52,036.98
I SHARES CORE US AGGRGA BND	315	9/15/2014	\$ 34,318.40	\$ 34,023.15
MFS INTERNATL VALUE FD	1762.048	3/19/2013	\$ 54,351.28	\$ 59,669.05
OPPENHEIMER DEV MARKETS FD	1177.864	3/19/2013	\$ 41,604.49	\$ 35,324.14
OPPENHEIMER INTL GROWTH	1572.178	3/19/2013	\$ 55,147.65	\$ 56,425.47
OPPENHEIMER SENIOR FLT RATE	5151.412	3/17/2014+ REIV	\$ 43,180.01	\$ 39,041.68
PIMCO COMMODITIES PLUS	10172.488	3/15/2013+ REIV	\$ 94,469.39	\$ 55,033.16
PIMCO INCOME FUND INSTL	3744.69	VAR 2013+REIV	\$ 46,642.66	\$ 43,990.71
PIMCO STOCKSPLUS INTL	8272.463	7/6/2015	\$ 66,584.06	\$ 58,817.21
PRINCIPAL GLBL REAL EST	3316.163	7/6/2015	\$ 30,019.19	\$ 29,613.28
TEMPLETON GLOBAL BOND ADVIS	6035.4	VAR 11 & 03/13	\$ 81,933.09	\$ 69,588.16
TCW EMERGING MKTS INC	3930.895	3/15/2013	\$ 34,771.68	\$ 28,349.70
T ROWE PRICE REAL EST FND	1601.914	2014+REINV	\$ 37,147.84	\$ 44,036.62
WESTWOOD SHORT DUR HGHYLD	0	2014 + REINV	\$ -	
VANGUARD INTL EQUITY INDEX	863	2014 & 2015	\$ 33,224.40	\$ 28,228.73
VANGUARD EQUITY INC INVESTOR	3438.741	06/12 & 03/13 &	\$ 90,845.54	\$ 101,649.18
VOYA HIGH YIELD BOND CL 1	5442.069	7/6/2015	\$ 43,955.66	\$ 40,815.52
SUBTOTAL MUTUAL FUNDS			\$ 1,097,230.89	\$ 1,039,013.18
TOTAL BOOK VALUE OF INVESTMENTS AND ACCD INT			\$ 1,347,552.63	\$ 1,318,804.98