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Form **990-PF** Department of the Treasury Internal Revenue Service

EXTENDED TO NOVEMBER 15, 2016

Return of Private Foundation

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

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

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

OMB No 1545-0052

	FUI I	aien	idar year 2015 of tax year beginning		, and ending	J		
	Nar	ne of	f foundation				A Employer identification	number
	T	HE	SPROCKET FOUNDATION				77-0669399	
	_		nd street (or P O box number if mail is not delivered to street a	n/suite	B Telephone number			
			8 GROVELAND ROAD	•			215-297-88	75
			own, state or province, country, and ZIP or foreign p	ostal code	•		C If exemption application is pe	anding, check here
			ERSVILLE, PA 18947					
	G (heck	all that apply: Initial return		ormer public charity	у	D 1. Foreign organizations	, check here
			Final return	Amended return			Foreign organizations me check here and attach cor	eting the 85% test,
	н с	hack	Address change type of organization: X Section 501(c)(3) ex	Name change				
	$\ddot{\Box}$	_		Other taxable private found	ation		E If private foundation state under section 507(b)(1)	
	I Fa		arket value of all assets at end of year J Accounti		Accrual		F If the foundation is in a	•
	(fr	om F		ther (specify)	. <u>-</u>		under section 507(b)(1)	
		\$	19,947,175. (Part I, colu	ımn (d) must be on cash l	pasis)			
	Pa	<u>rt l</u>	(The total of amounts in columns (b), (c), and (d) may not	(a) Revenue and expenses per books	(b) Net investn income	nent	(c) Adjusted net income	(d) Disbursements for charitable purposes
		-	necessarily equal the amounts in column (a).)	10,494,222.		337 200 7	N/A	(cash basis only)
		2	Contributions, gifts, grants, etc., received Check I if the foundation is not required to attach Sch. 8	20,454,222.		X32		7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7
		3	Interest on savings and temporary cash investments	1,223.		223.	I ALL IALL	STATEMENT 1
		4	Dividends and interest from securities	303,903.	303,8			STATEMENT 2
		5a	Gross rents					
		b	Net rental income or (loss)		建 译码的	2018	学生生工作的工作	As 中的环境外
	o.	6a	Net gain or (loss) from sale of essets not on line 10	2,296,576.			国际的基础	2000年1月
	evenu	b	Gross sales price for all assets on line 6a 16,468,907.		CONTRACT!	- September 1		
	ě	7	Capital gain net income (from Part IV, line 2)		2,296,	<u>576.</u>	建筑。1997年	
	~	8	Net short-term capital gain		Revised Annual Control	9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9 9		
		9	Income modifications Gross sales less returns				MAN THE TOTAL	3.246.3047.444.4
			and allowances Less. Cost of goods sold				N. C.	
			Gross profit or (loss)	Tarrie and the second s			A MARY TANA SAME	
		11	Other income		(C)	2 1 5	20:0	
		12	Total. Add lines 1 through 11	13,095,924.	27,6015,6	645.		"国际的"的概念
		13	Compensation of officers, directors, trustees, etc.	0.	17.09	0	20 00.	0.
		14	Other employee salaries and wages	ļ			1777	
		l	Pension plans, employee benefits		1	.== -		
9	Ses		Legal fees	0 120	4 -	720.		4 710
\mathbb{S}	bens		Accounting fees STMT 3	8,120. 1,318.	4,	0 -		4,719. 1,318.
ලා	Ã		Other professional fees STMT 4 Interest	10.		10.	<u> </u>	0.
⇐	Ě	17 18 19 20 21	Taxes STMT 5	18,289.	7.0	072.		0.
<u></u>	stra	19	Depreciation and depletion					
SEP	nin	20	Occupancy					
	Ad	21	Travel, conferences, and meetings					
#	pue	22	Printing and publications					
SCANNED	perating and	23	Other expenses STMT 6	50,907.	50,0	087.		820.
85	rati	24	Total operating and administrative	70 644	(1)	000		6 055
Š	o O		expenses. Add lines 13 through 23	78,644.	61,8	889.		6,857.
	Ŭ	25	Contributions, gifts, grants paid	435,695.			<u>-`</u>	435,695.
		26	Total expenses and disbursements.	514,339.	61,8	229		442,552.
		27	Add lines 24 and 25 Subtract line 26 from line 12:	314,339.	01,0	<u> </u>	, -	442,552.
			Excess of revenue over expenses and disbursements	12,581,585.	ļ.,	-		,
			Net investment income (if negative, enter -0-)		2,539,	756.	-,	, , , , ,
		С	Adjusted net income (d negative, enter -0-)	, , , , , , , , , , , , , , , , , , , ,		,	N/A	ં ર
	5235 11-24) 1 - 15	LHA For Paperwork Reduction Act Notice, see	instructions.	_			Form 990-PF (2015)

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	7,167,753.
2	Enter amount from Part I, line 27a	2	12,581,585.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	19,749,338.
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	19,749,338.

77-0669399 THE SPROCKET FOUNDATION Form 990-PF (2015) Page 3 Part IV: Capital Gains and Losses for Tax on Investment Income (b) How acquired (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold P - Purchase D - Donation (mo., day, yr.) (mó., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co.) 12/31/15 1a GOLDMAN SACHS PUBLICLY TRADED STOCK - PUBLICLY TRADED STOCK 12/31/15 b GOLDMAN SACHS D $12/31/\overline{15}$ PUBLICLY TRADED STOCK P c CHARLES SCHWAB -12/31/15d CHARLES SCHWAB - PUBLICLY TRADED STOCK D e CAPITAL GAINS DIVIDENDS (h) Gain or (loss) (f) Depreciation allowed (g) Cost or other basis (e) Gross sales price (or allowable) (e) plus (f) minus (g) plus expense of sale <23,844.> 1,324,886 1,301,042. а 377,392. 2,286,711. 2,664,103. b 1,992,648. 1,999,661. <7,013.> 10,332,636. 8,561,073 771,563. d 178,478. 178.478. 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 (j) Adjusted basis (k) Excess of col. (i) Losses (from col. (h)) (i) F.M.V. as of 12/31/69 over col. (j), if any as of 12/31/69 <23,844.> 377,392. <7,013.> 1,771,563. d 178,478. If gain, also enter in Part I, line 7 2,296,576. 2 2 Capital gain net income or (net capital loss) If (loss), enter -0- in Part I, line 7 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). N/A If (loss), enter -0- in Part I, line 8 Partive 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 X No If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part. Enter the appropriate amount in each column for each year; see the instructions before making any entries. (d)
Distribution ratio (a) Base period years (b) (c)
Net value of noncharitable-use

	Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use assets		(col. (b) divided by col. (c))
_	2014	199,417.	6,793,636.		.029354
_	2013		.027500		
_	2012	54,639.	2,134,709.		.025596
_	2011	53,405.	1,163,416.		.045904
_	2010	4,431.	996,018.		.004449
	Total of line 1, column (d)			2	.132803
3	Average distribution ratio for the 5-year ba the foundation has been in existence if less		or by the number of years	3	.026561
4	Enter the net value of noncharitable-use as	sets for 2015 from Part X, line 5		4	9,486,256.
5	Multiply line 4 by line 3			5	251,964.
6	Enter 1% of net investment income (1% of	Part I, line 27b)		6	25,398.
7	Add lines 5 and 6			7	277,362.
8	Enter qualifying distributions from Part XII	, line 4		8	442,552.
	If line 8 is equal to or greater than line 7, c	heck the box in Part VI, line 1b, and comp	plete that part using a 1% tax rate.		

See the Part VI instructions.

Pa	990-PF (2015) THE SPROCKET FOUNDATION	/-\	040/1-1	240/-1		-0669		Page 4
E 05 06 7.0	Excise Tax Based on Investment Income (Section 4940)			940(e), o	r 4948	- see ir	istructio	15)
1a	Exempt operating foundations described in section 4940(d)(2), check here and en	ter "N/	A" on line 1.)	A	4 3 3	N. Miller P. Y	F, ' '
	Date of ruling or determination letter: (attach copy of letter if nece	essary-	see instructi	ons)	Ŷ.			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here	X	and enter 1%	6	1		25,	398.
	of Part I, line 27b			1	<i>i</i> 8			* * * * * * * * * *
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of	of Part	1, line 12, col	. (b).	1	3 - 3 K	24	
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Oth			• •	2	2		0.
3	Add lines 1 and 2				- 3	3	25,	398.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Other	hers er	iter -0-)			,		0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-					5	25,	398.
6	Credits/Payments:					1 11		(Service)
_	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	1	6,40	ο.			
	Exempt foreign organizations - tax withheld at source	6b		- ,				
	Tax paid with application for extension of time to file (Form 8868)	6c	 	23,00	0.			
	Backup withholding erroneously withheld	6d					4	
	, , , , , , , , , , , , , , , , , , , ,					7	29	400.
7	Total credits and payments. Add lines 6a through 6d	bod				3		
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attack.	ileu			-	9		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	•					Λ	002.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		4,002.	المصام		1	- ,	0.
11 102	Enter the amount of line 10 to be: Credited to 2016 estimated tax EXVIEAS Statements Regarding Activities		4,002.	Ketungea		1)		<u> </u>
\$ 46 ABOVE	A CONTRACT OF THE CONTRACT OF						Ye	s No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legisla	auon o	r ala it partici	pate or inter	vene m			X
	any political campaign?	/		for the defend	\0		1a	$\frac{1}{x}$
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purpos						1b	
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and	Соріє	es of any ma	terials pub	lished oi	•		a 20
	distributed by the foundation in connection with the activities							
	Did the foundation file Form 1120-POL for this year?						1c	X
đ	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the				0			
	(1) On the foundation. \$\(\bigcup \)	> \$			0.			
е								
	Enter the reimbursement (if any) paid by the foundation during the year for political expendit	ure tax	imposed on	foundation				
	managers. ▶ \$0 .		imposed on	foundation	_			
2			imposed on	foundation			2	X
	managers. ► \$ 0 . Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities.	S?					2	X
	managers. \$0. Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in	S? istrum			on, or		2	
3	managers. \$\sim \\$ \square 0.\$ Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change	S? istrumi s			on, or		2	X
3 4a	managers. > \$	S? istrumi s			on, or	N / N	4a	
3 4a b	managers. \(\bigs \) \(\bigs \) \(\lambda \) Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year?	S? istrumi s			on, or	N/A	4a 4b	X X
3 4a b	managers. \(\bigs \) \(\bigs \) \(\bigs \) Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year?	S? istrumi s			on, or	N/A	4a 4b 5	X X X
3 4a b 5	managers. \(\bigs \) \(\bigs \) \(\lambda \) Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	S? estrume s ?			on, or	N/A	4a 4b 5	X X
3 4a b 5	managers. \$\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	S? estrume s ?			on, or	N/A	4a 4b 5	X X X
3 4a b 5	managers. \$\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	S? estrume s ?	ent, articles o 	f incorporati			4a 4b 5	X X X
3 4a b 5	managers. \$\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	S? estrume s ?	ent, articles o 	f incorporati			4a 4b 5	XXX
3 4a b 5	managers. \Rightharpoonup \\$	S? strum s ? ther:	ent, articles o	f incorporati	state law		4a 4b 5 6 X	XXX
3 4a b 5	managers. \Rightharpoonup \\$	S? strum s ? ther:	ent, articles o	f incorporati	state law		4a 4b 5	XXX
3 4a b 5 6	managers. \(\bigstyre{\infty}	S? strums s ? her: direct	ent, articles o	f incorporati	state law		4a 4b 5 6 X	XXX
3 4a b 5 6	managers. \(\bigstyre{\infty}	S? strums s ? her: direct	ent, articles o	f incorporati	state law		4a 4b 5 6 X	XXX
3 4a b 5 6	managers. \(\bigstar{\text{\$\sigma}} \) \$	S? sstrum s s ? her: direct	ent, articles of	fincorporati	state law		4a 4b 5	X
3 4a b 5 6	Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory remain in the governing instrument? Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," content the states to which the foundation reports or with which it is registered (see instruction PA If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attach the IR II attach to the IR II attach at Conformed to IR II attach the IR II attach at Conformed to IR II attach the IR II attach at Conformed to II attach the IR II attach at	S? sstrum s s ? her: direct	ent, articles of	fincorporati	state law		4a 4b 5 6 X 7 X	X
3 4a b 5 6	Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory remain in the governing instrument? Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," continued the states to which the foundation reports or with which it is registered (see instruction PA If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the At of each state as required by General Instruction G? If "No," attach explanation	s? her: direct r direct ctorney	ent, articles of	fincorporatifict with the	state law		4a 4b 5 6 X 7 X 8b X	X
3 4a b 5 6	Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory remain in the governing instrument? Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," content the states to which the foundation reports or with which it is registered (see instruction PA If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Att of each state as required by General Instruction G? If "No," attach explanation is the foundation claiming status as a private operating foundation within the meaning of sec	s? instruming s s c ther: direct direct torney	ent, articles of the control of that control of the	fincorporatifict with the	state law		4a 4b 5 6 X 7 X	X
3 4a b 5 6 7 8a b	Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory remain in the governing instrument? Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," content the states to which the foundation reports or with which it is registered (see instruction PA If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Al of each state as required by General Instruction G? If "No," attach explanation is the foundation claiming status as a private operating foundation within the meaning of sec year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," content the states to the taxable year beginning in 2015 (see instructions f	S? Instruming s Instruming s	ent, articles of	fincorporate flict with the (c), and Pa	state law	·	4a 4b 5	XXX
3 4a b 5 6 7 8a b	Has the foundation engaged in any activities that have not previously been reported to the IR If "Yes," attach a detailed description of the activities. Has the foundation made any changes, not previously reported to the IRS, in its governing in bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year If "Yes," has it filed a tax return on Form 990-T for this year? Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eit By language in the governing instrument, or By state legislation that effectively amends the governing instrument so that no mandatory remain in the governing instrument? Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," content the states to which the foundation reports or with which it is registered (see instruction PA If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Att of each state as required by General Instruction G? If "No," attach explanation is the foundation claiming status as a private operating foundation within the meaning of sec	S? Instruming s Instruming s	ent, articles of	fincorporate flict with the (c), and Pa	state law	MT 10	4a 4b 5 6 X 7 X 8b X	X

	n 990-PF (2015) THE SPROCKET FOUNDATION 77-066	9399		Page :
P	art VII-A. Statements Regarding Activities (continued)			
		ļ	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of	1		ĺ
	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	Х	<u> </u>
	Website address ► N/A			
14	The books are in care of ▶ BAKER TILLY VIRCHOW KRAUSE, LLP Telephone no. ▶ 215-9	<u>72-0</u>	<u>701</u>	
	Located at ▶ 1650 MRKET STREET, SUITE 4500, PHILADELPHIA, PA ZIP+4 ▶1	<u>9103</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		>	$\cdot \square$
	and enter the amount of tax-exempt interest received or accrued during the year	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,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filling requirements for FinCEN Form 114. If "Yes," enter the name of the			1
	foreign country	346	3 - Ut	
P	art 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.	1	Yes	No
18	a During the year did the foundation (either directly or indirectly);	F.		11/18
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person? Yes X No	4		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		200	0.5
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available			
	for the benefit or use of a disqualified person)? Yes X No			
	(6) Agree to pay money or property to a government official? (Exception. Check No"			37
	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.)		0.00	
t	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		7	
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here			
•	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	7912 A	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)):			1
8	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			\$3
	before 2015? Yes X No	- Reg		
	If "Yes," list the years			
t	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		Aller L	EI Z
	statement - see instructions.) N/A	2b		\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
(the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		1.37 × 1	
	>	1	162.	
38	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		reme-	: :
	during the year? Yes X No		112000	100 m
ŧ	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	Silver .		2 4 2
	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			Ŷ,
	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,	**************************************	4:12.	
	Form 4720, to determine if the foundation had excess business holdings in 2015.) N/A	3b	<u> </u>	
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	6 -	X
t	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	Zii	l.`	

had not been removed from peopardy before the first day of the tax year beginning in 2015?

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

	-06693	<u> 399</u>	Page 7
Partiville 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) Comp	ensation
		(0) 00p	
NONE			
	1		
	İ		
Total number of others receiving over \$50,000 for professional services	▶		0
Partix 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	+		
I ATOMAN	┪		
	7		0.
2	+		
2	⊣		
	-		
0	+		
3	\dashv		
	\dashv		
4	-		
	-		
PartiX:Bi 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.	T	Amount	
1 N/A	_		
M/Λ	\dashv		
	⊣		
0	+	<u> </u>	
2	\dashv		
	\dashv		
All allows are constructed as constructions			
All other program-related investments. See instructions.			
3	\dashv		
	-		
Total. Add lines 1 through 3			0.
	Forr	m 990-P	(2015)

	n 990-PF (2015) THE SPROCKET FOUNDATION	11-0009399	Page 6
P	Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations, see instructions)	
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	32	
а	Average monthly fair market value of securities	1a 9,043	<u>,173.</u>
b	Average of monthly cash balances	1a 9,043 1b 587	,544.
	Fair market value of all other assets	1c	
_	Total (add lines 1a, b, and c)	1d 9,630	,717.
	Reduction claimed for blockage or other factors reported on lines 1a and	24	
Ī	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3 9,630	<u>,717.</u>
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 144	,461.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 9,486	,256.
6	Minimum investment return. Enter 5% of line 5	6 474	,313.
P	Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations an	id certain	
	foreign organizations check here and do not complete this part.)		
1	Minimum investment return from Part X, line 6		,313.
2a	Tax on investment income for 2015 from Part VI, line 5		
b	Income tax for 2015. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b .	2c 25	<u>,398.</u>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 448	,915.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5 448	,915.
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	7 448	<u>,915.</u>
B	Qualifying Distributions (see instructions)		
_		Irmso I	
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		550
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26		<u>,552.</u>
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 4.4.2	FFA
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 442	<u>,552.</u>
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		200
	income. Enter 1% of Part I, line 27b	5 25	,398. ,154.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	<u> </u>	<u>,154.</u>
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (qualities for the section	
	4940(e) reduction of tax in those years.		

Form **990-PF** (2015)

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,	E.	-		448.915.
line 7	3, 5, 5, 6, 7		*****	1907 100 1100 1100
2 Undistributed income, if any, as of the end of 2015		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	328,853.	, , ,
a Enter amount for 2014 only	A L. LONG		2207035¢	2. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:		, <u>, , , , , , , , , , , , , , , , , , </u>	-,,	
a From 2010			The way is	the 19 19 19 19 19 19 19 19 19 19 19 19 19
b From 2011		`.	" "Max "	
c From 2012		ing a fally magazine in the	1.1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.	400
d From 2013	January Stra	25. 多种的数字中分,一	· · · · · · · · · · · · · · · · · · ·	
e From 2014		THE PERSON S		- St
f Total of lines 3a through e	0.	4	18 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	- State and a second of the second
4 Qualifying distributions for 2015 from				
Part XII, line 4: ►\$ 442,552			200 052	
a Applied to 2014, but not more than line 2a		(c) 11 漢葉 ((蒙古)) 五年	328,853.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.	11 17 17 18 18 18 18 18 18 18 18 18 18 18 18 18	A 10
c Treated as distributions out of corpus				
(Election required - see instructions)	0.	A STATE OF THE STATE OF T		112 600
d Applied to 2015 distributable amount				113,699.
e Remaining amount distributed out of corpus	0.			0
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 31, 4c, and 4e. Subtract line 5	0.		in realist of military	Existing the first the first of
b Prior years' undistributed income. Subtract				
line 4b from line 2b	and the same of th	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.	or the state of	
e Undistributed income for 2014. Subtract line		25		
4a from line 2a. Taxable amount - see instr.	King St.	Bur war in	0.	
f Undistributed income for 2015. Subtract			with the state of	
lines 4d and 5 from line 1. This amount must		, ses		
be distributed in 2016	• ,,,,	, 3,5	·	335,216.
7 Amounts treated as distributions out of			, " " - " " ' ' ' ' ' ' ' ' ' ' ' ' ' ' '	
corpus to satisfy requirements imposed by		The state of		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.	/: //** ^ ^ ·	111111111111111111111111111111111111111	
8 Excess distributions carryover from 2010				, , , , ,
not applied on line 5 or line 7	0.	.1.,		- 1
9 Excess distributions carryover to 2016.				
Subtract lines 7 and 8 from line 6a	0.			*
10 Analysis of line 9:				
a Excess from 2011	_	, , ,		,
b Excess from 2012	·		, ,	
c Excess from 2013	- ∤*,			
d Excess from 2014	4			
e Excess from 2015		<u> </u>	<u> </u>	000 05

	OCKET FOUND			77-06	69399 Page 10
Part XIVI Private Operating F			-A, question 9)	N/A	
1 a If the foundation has received a ruling o		• • •	ľ		
foundation, and the ruling is effective fo			▶		
b Check box to indicate whether the found		ig foundation described i		4942(j)(3) or 49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years	T	.
income from Part I or the minimum	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
investment return from Part X for		ĺ			
each year listed					
b 85% of line 2a			<u> </u>		······
c Qualifying distributions from Part XII,		1		1	
line 4 for each year listed					
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities	1			1	
e Qualifying distributions made directly					
for active conduct of exempt activities.		ļ	}	1	
Subtract line 2d from line 2c 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:	İ	[
(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	L				
Bart XVX Supplementary Info	rmation (Comple he year-see instr	te this part only i uctions.)	f the foundation	had \$5,000 or mor	e in assets
1 Information Regarding Foundation	on Managers:				
a List any managers of the foundation wh year (but only if they have contributed r			ributions received by the	foundation before the close	e of any tax
SEE STATEMENT 11		.	· 	·	
b List any managers of the foundation who other entity) of which the foundation had			or an equally large portion	on of the ownership of a pai	tnership or
NONE					
2 Information Regarding Contribut Check here ► X if the foundation of the foundation makes gifts, grants, etc.	only makes contributions	to preselected charitable	organizations and does r		
a The name, address, and telephone num	ber or e-mail address of t	he person to whom appli	cations should be addres	sed:	
b The form in which applications should l	be submitted and informa	tion and materials they s	hould include;		
c Any submission deadlines:					
d Any restrictions or limitations on award	ls, such as by geographic	al areas, charitable fields	kinds of institutions, or	other factors:	

Show any featonship to any foundation and status of recipient stat	3 Grants and Contributions Paid	d During the Ye		Payment		
PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 107 LAWN AVENUE 107 LAWN AVENUE 108 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 118 HOUGHTON BROOK RD 118 HOUGHTON BROOK RD 118 HOUGHTON BROOK RD 119 STEPFHIEDLE ROAD 110 STEPFHIEDLE ROAD 110 STEPFHIEDLE ROAD 110 FUND THE RECIPIENT'S OPERATING ACTIVITIES 20 PONKOZE USA 21 PONKOZE USA 22 PONKOZE USA 23 PONKOZE USA 24 PONKOZE USA 25 PONKOZE USA 26 PONKOZE USA 27 PONKOZE USA 28 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 29 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 20 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 30 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 31 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 40 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 41 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 42 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 45 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 45 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 46 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 46 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 47 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 48 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 49 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 40 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 40 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 40 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 40 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 41 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 41 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 42 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 42 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 42 PUBLIC CHARITY NO FUND THE RECIPIENT'S OPERATING ACTIVITIES 43 PUBLIC CHARITY NO FUND THE RECIPIENT	Recipient		If recipient is an individual, show any relationship to any foundation manager		Purpose of grant or contribution	Amount
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200 LAKE ROAD TARRYTOWN, NY 10591 Total SEE CONTINUATION SHEET(S) b Approved for future payment	WASHINGTON, DC 20009				ACTIVITIES	50,000
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b Approved for future payment		SEE CON	TINUATION SHEE	T(S)	•	435,695
		DHH COH			- Uu	<u> </u>
NONE	- , pproved to retard payment					
NONE						
	NONE					
			1			
				ļ		
Total ► 3b	Total		<u> </u>		▶ 3h	

Part XVI-A Analysis of Income-Pro	oducing Activit	ies			
Enter gross amounts unless otherwise indicated.	Unrelate	ed business income		ed by section 512, 513, or 514	(e)
_	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	Code		1		
a b			1 1		
c	l i		7 7		
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments			\bot		
3 Interest on savings and temporary cash			1		
investments	ļ		14	1,223. 303,903.	
4 Dividends and interest from securities			14	303,903.	To be Made a market with the time of the
5 Net rental income or (loss) from real estate:			A USSO		
a Debt-financed property			+		
 b Not debt-financed property 6 Net rental income or (loss) from personal 			+ +		
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory			18	2,296,576.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue;			1 1		
a			+		
b			+		
<u> </u>	 		+		
d					
6		<u> </u>	. 家選	2,601,702.	0.
12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)	Q 52 52 52 54 7 5	<u> </u>	• No. A.	13	2,601,702
(See worksheet in line 13 instructions to verify calculation	ins)	•		"	2,002,702
		lichment of C		Dumana	
Rait XVI B. Relationship of Activiti	es to the Acco	mplishment of E	xempt	Purposes	
Line No. Explain below how each activity for whice	h income is reported	ın column (e) of Part XVI	-A contrib	rted importantly to the accomp	plishment of
the foundation's exempt purposes (other	than by providing fu	nds for such purposes).			
					· · · · · · · · · · · · · · · · · · ·

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

Form 990-PF (2015) THE SPROCKET FOUNDATION 77-0669399

[Part:XVII | Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations**

b	the Code (Transfers (1) Cash (2) Other Other tran (1) Sales (2) Purch (3) Renta (4) Reimi (5) Loans (6) Perfo Sharing of If the answ or services	(other than section 501(c) from the reporting foundar assets assetions: of assets to a noncharitation asset of assets from a normal of facilities, equipment, abursement arrangements or loan guarantees rimance of services or meniformation for the above is signerable to any of the above is signerable from the reporting for the services or the services or meniformation and the se	ncharitable exempt organization	27, relating to political organiz ganization of: ons iployees edule. Column (b) should alw ed less than fair market value	zations?	arket value of the good	
(a)L	ine no	(b) Amount involved	(c) Name of noncharitable	e exempt organization	(d) Description of	of transfers, transactions, a	nd sharing arrangements
		`	N/A	· · ·		<u> </u>	<u> </u>
			24/11		·		
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			<u> </u>				
	ın section	•	tly affiliated with, or related to, one than section 501(c)(3)) or in sec		ations described		Yes X No
D	ii tes, cc	(a) Name of org		(b) Type of organization) Description of relation	anchin
			jamenton	(a) type of organization	,,,	, Josephon or relativ	
		N/A		1			
				 			
				1			
				 			
				1			
Sig He	gn and be		that I have examined this return, including inplete. Declaration of preparer (other than			any knowledge	May the IRS discuss this return with the preparer shown below (see unstr.)? X Yes No
	l c.a.	Print/Type preparer's na				Check If PTI	N .
		ROWLAND M.	11/1 . Va.	di Month 18	INV	self- employed	••
Pa	id			D W CMTMU		' '	00050004
	eparer	III, CPA	ROWLAN		08/16/16		00058084
	-	Firm's name BAK	ER TILLY VIRCHO	W KKAUSE, LLP	·	Firm's EIN ► 39 -	OQDAATA
US	e Only	F: 1: 14	FA 1/1 DT	m arram 4500		·	
		1	50 MARKET STREE		'		
		PH	ILADELPHIA, PA	19103-7341		<u> Phone по. 215.</u>	972.0701
							Form 990-PF (2015)

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

Employer identification number Name of the organization 77-0669399 THE SPROCKET FOUNDATION Organization type (check one) Section: Filers of: 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 X 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation Check 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** [X] 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 contributors **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

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)

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)

Name of organization

.

Employer identification number

THE SPROCKET FOUNDATION

77-0669399

Part I	Contributors (see instructions). Use duplicate copies of Part I if additional	I space is needed	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN & JILL MCDONNELL 7248 GROVELAND ROAD PIPERSVILLE, PA 18947	\$915,000.	Person X Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
2	STEPHEN & JILL MCDONNELL 7248 GROVELAND ROAD PIPERSVILLE, PA 18947	\$_2,049,791.	Person Payroll Noncash X (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
3	STEPHEN & JILL MCDONNELL 7248 GROVELAND ROAD PIPERSVILLE, PA 18947	\$ <u>4,842,796.</u>	Person Payroll X Noncash X (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
4	STEPHEN & JILL MCDONNELL 7248 GROVELAND ROAD PIPERSVILLE, PA 18947	\$ 2,686,635.	Person Payroll Noncash X (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
523452 10-2	5.15.	\$Schedule B (Form	Person Payroll Complete Part II for noncash contributions 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

THE SPROCKET FOUNDATION

77-0669399

Part II	Noncash Property (see instructions) Use duplicate copies of Pa	art II rf additional space is needed.	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	PUBLICLY TRADED STOCK - DETAILS ATTACHED		
2		<u> </u>	
		\$ 2,511,268.	12/03/15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	PUBLICLY TRADED STOCK - DETAILS ATTACHED		
3_			
		\$ 5,760,256.	12/07/15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	PUBLICLY TRADED STOCK - DETAILS ATTACHED		
4_			
		\$2,738,712.	12/14/15
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		<u> </u>	
		<u></u>	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	90, 990-EZ, or 990-PF) (2

Schedule B (Form 990, 990-EZ, or 990-PF) (2015) Page 4 Employer identification number Name of organization THE SPROCKET FOUNDATION 77-0669399 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 tess for the year (Enter this info once) Part III Use duplicate copies of Part III if additional space is needed. (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part (c) Use of gift (d) Description of how gift is held (b) Purpose of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (c) Use of gift (d) Description of how gift is held (b) Purpose of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from (b) Purpose of gift (c) Use of gift (d) Description of how gift is held Part I (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee

THE SPROCKET FOUNDATION Part XV: Supplementary Information

Part XV Supplementary Informatio				
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
CAMP GARRETT	NONE	PUBLIC CHARITY	TO FUND THE	
395 BISHOP HOLLOW ROAD			RECIPIENT'S OPERATING	
NEWTOWN SQUARE, PA 19073			ACTIVITIES	2,495.
NEW JERSEY CONSERVATION FOUNDATION	NONE	PUBLIC CHARITY	TO PINTO PUP	
170 LONGVIEW RD	HONE	TOBBIC CHARTIT	RECIPIENT'S OPERATING	
FAR HILLS, NJ 07931		1	ACTIVITIES	1,000.
THE HELD, NO 07551				1,000.
MAASAI CULTURAL EXCHANGE PROJECT	NONE	PUBLIC CHARITY	1	
PO BOX 222		1	RECIPIENT'S OPERATING	
POINT PLEASANT, PA 18950			ACTIVITIES	10,000.
BREAD AND PUPPET THEATER	NONE	PUBLIC CHARITY	TO FUND THE	
753 HEIGHTS RD			RECIPIENT'S OPERATING	
GLOVER, VT 05839			ACTIVITIES	15,000.
		1		
DOLL THE VINDERED HOOD DESCRIP	NONE	PUBLIC CHARITY	TO ELDID MILE	
ROLLING HARVEST FOOD RESCUE PO BOX 693	NONE	PUBLIC CHARITI	RECIPIENT'S OPERATING	
NEW HOPE, PA 18938			ACTIVITIES	15,000.
			-	
		İ		
SISTER CITIES GIRL CHOIR	NONE	PUBLIC CHARITY	1 1	
PO BOX 15277			RECIPIENT'S OPERATING ACTIVITIES	25 000
PHILADELPHIA, PA 19125			RCIIVIIIES	25,000.
EQUAL JUSTICE	NONE	PUBLIC CHARITY	1	
20 JAY ST STE 808			RECIPIENT'S OPERATING	
BROOKLYN, NY 11201			ACTIVITIES	25,000.
A WOMANS PLACE	NONE	PUBLIC CHARITY	TO FUND THE	
PO BOX 299			RECIPIENT'S OPERATING	
DOYLESTOWN, PA 18901			ACTIVITIES	5,000.
PXE INTERNATIONAL	NONE	PUBLIC CHARITY	TO FUND THE	
4301 CONNECTICUT ACENUE			RECIPIENT'S OPERATING	
WASHINGTON, DC 20008			ACTIVITIES	10,000.
DI ANNIER DADENMUOOR	NOVE	DUDI IC CUADITY	TO PINTO MUE	
PLANNED PARENTHOOD 1144 LOCUST STREET	NONE	PUBLIC CHARITY	TO FUND THE RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19107			ACTIVITIES	5,000.
Total from continuation sheets			.1	247,495.

THE SPROCKET FOUNDATION
Supplementary Information

Part XV Supplementary Informatio	n			
3 Grants and Contributions Paid During the	Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Contribution	
TINICUM CONSERVANCY	NONE	PUBLIC CHARITY	TO FUND THE	
965 RIVER ROAD		}	RECIPIENT'S OPERATING	
ERWINNA, PA 18920		-	ACTIVITIES	1,500.
BUCKS COUNTY OPPORTUNITY COUNCIL	NONE	PUBLIC CHARITY	TO FIND THE	
100 DOYLE STREET	HORE	FUBBLIC CHARTIT	RECIPIENT'S OPERATING	
DOYLESTOWN, PA 18901			ACTIVITIES	10,000.
DOTESTORN, TR 10301	-			10,000.
ALZHEIMER'S ASSOCIATION	NONE	PUBLIC CHARITY	TO FUND THE	
225 N MICHIGAN AVE, FL 17		/	RECIPIENT'S OPERATING	
CHICAGO, IL 60601			ACTIVITIES	2,500.
BUCKS COUNTY SPCA	NONE	PUBLIC CHARITY	TO FUND THE	
1212 PHOENIXVILLE PIKE			RECIPIENT'S OPERATING	
WEST CHESTER, PA 19380		-	ACTIVITIES	7,500.
FOX CHASE CANCER CENTER	NONE	PUBLIC CHARITY	TO FUND THE	
333 COTTMAN AVE			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19111			ACTIVITIES	2,500.
MARINE CORPS SCHOLARSHIP FOUNDATION	NONE	PUBLIC CHARITY	1	
909 WASHINGTON STREET, STE 400			RECIPIENT'S OPERATING	
ALEXANDRIA, VA 22314			ACTIVITIES	5,000.
SISTER BLESSING	NONE	PUBLIC CHARITY	TO PUND THE	
1663 BRISTOL PIKE	HORE	FUBLIC CHARITI	RECIPIENT'S OPERATING	
BENSALEM, PA 19020			ACTIVITIES	10,000.
ST CHARLES SEMINARY	NONE	PUBLIC CHARITY	ro FUND THE	
CL# 5345 PO BOX 95000-5345			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19195		<u> </u>	ACTIVITIES	10,000
	1			
USO.ORG	NONE	PUBLIC CHARITY		
PO BOX 96860		1	RECIPIENT'S OPERATING	
WASHINGTON , DC 20077		 	ACTIVITIES	5,000
and the second second	l volume		TO THE THE	
CENTER FOR COASTAL STUDIES	NONE	PUBLIC CHARITY	RECIPIENT'S OPERATING	
115 BRADFORD STREET PROVINCETOWN MA 02657		1	ACTIVITIES	E 000
PROVINCETOWN, MA 02657 Total from continuation sheets		<u> </u>	RELEVITIES	5,000

THE SPROCKET FOUNDATION

Part XV® Supplementary Information

Part XV Supplementary Information				
3 Grants and Contributions Paid During the	Year (Continuation)			<u>.</u>
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	Conaissaon	
UNITED WAY IMPACT FUND	NONE	PUBLIC CHARITY	TO FUND THE	
1709 BENJAMIN FRANKLIN PARKWAY			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19103			ACTIVITIES	2,500.
	NONE	PUBLIC CHARITY	TO TUDE THE	
WASHINGTON CROSSING COUNCIL - BOY	NONE	FUBLIC CHARITI	RECIPIENT'S OPERATING	
SCOUTS OF AMERICA	1		ACTIVITIES	
1 SCOUT WAY			Relivities	10,000.
DOYLESTOWN, PA 18901				10,000.
THE WALNUT THEATRE	NONE	PUBLIC CHARITY	1	
825 WALNUT STREET			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19107		 	ACTIVITIES	1,250
		1		
THE BARNES FOUNDATION	NONE	PUBLIC CHARITY	TO FUND THE	
2025 BENJAMIN FRANKLIN PARKWAY			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19130			ACTIVITIES	1,250
THE WOUNDED WARRIOR PROJECT	NONE	PUBLIC CHARITY	TO FUND THE	
4899 BELFORT ROAD			RECIPIENT'S OPERATING	
JACKSONVILLE, FL 32256			ACTIVITIES	10,000.
PUTNEY SCHOOL	NONE	PUBLIC CHARITY	TO FUND THE	
418 HOUGHTON BROOK RD			RECIPIENT'S OPERATING	
PUTNEY, VT 05346			ACTIVITIES	10,000
THE PHILADELPHIA FOUNDATION	NONE	PUBLIC CHARITY	TO FUND THE	
1234 MARKET-FRANKFORD LINE, #1800			RECIPIENT'S OPERATING	
PHILADELPHIA, PA 19107			ACTIVITIES	10,000
PRISON DHARMA NETWORK	NONE	PUBLIC CHARITY	TO FUND THE	
11 SOUTH ANGEL ST #303	HOMA		RECIPIENT'S OPERATING	
PROVIDENCE, RI 02906			ACTIVITIES	5,000
INOVIBERCE, NI UESU				
		D	TO HENVE STORY	
SCOUT RESEARCH	NONE	PUBLIC CHARITY	1	
420 FIFTH AVENUE		1	RECIPIENT'S OPERATING	10.000
NEW YORK, NY 10018		+	ACTIVITIES	10,000
TRUSTEES OF THE UNIVERSITY OF	NONE	PUBLIC CHARITY	TO FUND THE	
PENNSYLVANIA			RECIPIENT'S OPERATING	
1 COLLEGE HALL, ROOM 211			ACTIVITIES	
PHILADELPHIA, PA 19104				5,000
Total from continuation sheets				

THE SPROCKET FOUNDATION

Part XV | Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, show any relationship to any foundation manager or substantial contributor Recipient Foundation status of Purpose of grant or contribution Amount Name and address (home or business) recipient NONE PUBLIC CHARITY TO FUND THE ST BEDE THE VENERABLE 1071 HOLLAND ROAD RECIPIENT'S OPERATING HOLLAND , PA 18966 ACTIVITIES 10,000. Total from continuation sheets

THE SPROCKET FOUNDATION
EIN 77-0669399
990-PF ATTACHMENT FOR SCH B PAGE 3 - PART II NONCASH PROPERTY

Cost 332,896 336,043 283,875 96,241 195,987 250,809 553,941 2,049,791 7,13 7,13 7,13 7,13 7,13 7,13 7,13 7,1				Cost Basis Info	of D	-							
Security					٠	TE TE	Gift						
0.00 AMEX Consumer Discretonary Select SPDR XIV 5/4/2013 5.710 3.32,896 2.00 AMEX Consumer Stables Select SPDR XII 5/4/4/2013 5.710 5.33,896 2.00 AMEX Industrial Select Sector SPDR XII 5/4/4/2013 5.41.26 5.38,875 5.00 AMEX Maternals Select Sector SPDR XII 5/4/4/2013 5.40.52 9.6241 7.00 AMEX Maternals Select Sector SPDR XII 5/4/2013 5.10.589 9.6241 7.00 AMEX Maternals Select Sector SPDR XII 5/4/2013 5.10.589 9.6241 7.00 AMEX Maternals Select Sector SPDR XII 5/4/2013 5.10.589 9.6241 7.00 AMEX Maternals Select Sector SPDR XII 5/4/2013 5.10.589 9.6241 7.00 AMEX Maternal Select Sector SPDR XII 5/4/2013 5.10.589 5.20.599 8.00 AMEX Maternal Select Sector SPDR XII 5/4/2013 5.10.59 5.20.599 9.00 AMERICA AMEX 4/11/2014 5.10.50 5.10.509 5.10.509 9.00 AMERICA AMEX 4/11/2014 5.10.50 5.10.509	Quantity	Security	Ticker		ပ	st	Date	High	1	Low	Average		Market Value
SPDR XLP 5/14/2013 \$ 41.41 \$ 336,043 SPDR XLI 5/14/2013 \$ 41.41 \$ 336,043 SPDR XLI 5/14/2013 \$ 41.25 \$ 96,241 NGK 4/12/2013 \$ 90.52 \$ 96,241 FFA 12/15/2011 \$ 48.57 \$ 553,941 ARG 4/11/2013 \$ 97.85 \$ 45,401 ARG 4/11/2014 \$ 104.54 \$ 7.20 ALLE 1/15/2014 \$ 47.50 \$ 2.049,791 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.50 \$ 2.049 ALLE 1/15/2014 \$ 47.51 \$ 4.054 ALLE 1/15/2014 \$ 47.51 \$ 4.054 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 47.51 \$ 2.069 ALLE 1/15/2014 \$ 48.49 \$ 2.069 ARRAY 5/16/2013 \$ 42.13 \$ 7.250 FRC 7/17/2014 \$ 48.71 \$ 3.250 FRC 7/17/2014 \$ 48.71 \$ 3.250 HEI 7/24/2014 \$ 64.49 \$ 3.250 DOXY 7/25/2014 \$ 64.49 \$ 3.250 DOXY 7/25/2014 \$ 64.49 \$ 5.170	5,830 00	AMEX Consumer Discretionary Select SPDR	ΧΓΥ	\$	ş	12,896	\$ 2102/3/2012 \$	81 24	\$	79.33	\$ 80.29	\$ 67	468,062
SPDR XLI S/14/2013 \$ 43.26 \$ 283,875 SPDR XLK S/14/2013 \$ 40.52 \$ 96,241 NGK 4/12/2013 \$ 90.65 \$ 195,987 ARG 4/12/2013 \$ 90.65 \$ 53,941 ARG 4/12/2014 \$ 104 54 5 5 138 ALLE 1/15/2014 \$ 104 54 5 105 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,60 ALLE 1/15/2014 \$ 47.50 \$ 7,20 ALLE 1/15/2013 \$ 42.10 \$ 7,20 AND AHLE 1/12/2013 \$ 42.10 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 39.20 \$ 8,10 AND AHLE 1/11/2013 \$ 40.10 \$ 80.40 AND AHLE 1/11/2013 \$ 40.10 \$ 80.40 AND AHLE 1/11/201	8,115 00	AMEX Consumer Stapl	ХLР	s	s	16,043	12/3/2015 \$	49 95	4	49 14	\$ 49 55	55	402,058
SPDR XLB \$/14/2013 \$ 40.52 \$ 96,241 NGK 4/12/2013 \$ 3158 \$ 195,987 VGK 4/12/2013 \$ 50.16 \$ 250,809 EFA 12/15/2013 \$ 50.16 \$ 250,809 ARG 4/11/2013 \$ 97.85 \$ 45,401 ARG 4/10/2014 \$ 104.54 \$ 3136 ARG 4/10/2014 \$ 105.61 \$ 4204 ALLE 1/15/2014 \$ 47.50 \$ 737 ALLE 1/15/2014 \$ 47.50 \$ 737 ALLE 1/15/2014 \$ 47.51 \$ 74.50 ALLE 1/15/2014 \$ 47.61 \$ 737 ALLE 1/15/2014 \$ 47.61 \$ 7.397 ALLE 1/15/2014 \$ 47.61 \$ 45.39 ALLE 1/15/2014 \$ 47.61 \$ 45.39 ALLE 1/15/2014 \$ 47.61 \$ 45.39 ALLE 1/14/2014 \$ 40.43 \$ 7.39 ALLE 1/14/2014 \$ 40.43 \$ 7.39 AL	6,562 00	AMEX Industrial Select	×	s	₩	3,875	12/3/2015 \$	54 61	s	53 56	\$ 5409	\$ \$	354,906
FFA 12/15/2013 \$ 3158 \$ 195,987 VGK 4/12/2013 \$ 5016 \$ 250,809 FFA 12/15/2011 \$ 48 57 \$ 553,941 ARG 4/11/2013 \$ 97 85 \$ 45,401 ARG 4/11/2014 \$ 105 61 \$ 2,049,791 ARG 4/11/2014 \$ 105 61 \$ 4,124 ARG 4/11/2014 \$ 105 61 \$ 4,124 ARG 4/11/2014 \$ 105 61 \$ 4,124 ARG 4/11/2014 \$ 105 61 \$ 4,124 ALLE 1/15/2014 \$ 47 50 \$ 237 ALLE 1/15/2014 \$ 47 50 \$ 760 ALLE 1/15/2014 \$ 47 43 \$ 2,609 ALLE 1/15/2014 \$ 47 43 \$ 2,609 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 5,000 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 5,000 ALLE 1/15/2014 \$ 40 43 \$ 3,460 ALLE 1/15/2014 \$ 40 43 \$ 5,000 ALLE 1/15/2014 \$ 40 40 \$ 7,000 ARRAY 5/10/2013 \$ 42 12 \$ 7,000 ARRAY 5/10/2013 \$ 42 12 \$ 7,000 ARRAY 5/10/2013 \$ 40 12 \$ 7,000 ARRAY 5/10/2013 \$ 40 12 \$ 7,000 ARRAY 5/10/2013 \$ 40 13 \$ 7,000 ARRAY 5/10/2013 \$ 40 13 \$ 7,000 ARRAY 6/11/2013 \$ 30 57 \$ 8,116 BECT 1/15/2013 \$ 30 57 \$ 5,100 BECT 1/15/2013 \$ 50 50 8 8,116 A/11/2013 \$ 30 57 \$ 5,100 BECT 1/15/2014 \$ 64 49 \$ 3,200 BECT 1/15/2014 \$ 64 40 \$ 3,200 BECT 1/15/2014 \$ 64 40 \$ 3,200 BECT 1/15/2014 \$ 64 40 \$ 5,100 BECT 1/15/2014 \$ 64 47 3 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77 \$ 5,100 BECT 1/15/2014 \$ 64 77	2,375 00	AMEX Materials Select	XLB	4	s	16,241	12/3/2015 \$	45.73	s	44 80	\$ 45 26	\$ 97	107,498
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ARG 4/11/2013 \$ 97 85 \$ 553,941 ARG 4/11/2013 \$ 97 85 \$ 45,401 ARG 4/11/2014 \$ 104 54 5 3,136 ALLE 1/15/2014 \$ 47 54 \$ 3,136 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 51 \$ 7.897 ALLE 1/15/2014 \$ 47 51 \$ 7.397 ALLE 1/15/2014 \$ 48 5 \$ 8.335 APH 4/11/2013 \$ 25 32 \$ 5.209 XRAY 5/20/2013 \$ 42 12 \$ 7.555 FRC 7/17/2014 \$ 48.74 \$ 7.555 FRC 7/17/2014 \$ 48.74 \$ 7.555 FRC 7/17/2014 \$ 48.74 \$ 7.555 FRC 7/17/2013 \$ 39 57 \$ 33.276 HEI 7/24/2014 \$ 48.74 \$ 7.555 HEI 7/24/2014 \$ 64 49 \$ 3.224 IDXX 7/25/2014 \$ 64 7 8 8.725 IDXX 7/25/2014 \$ 64 7 8 8.725 IDXX 7/25/2014 \$ 64 7 8 8.715	5,000 00		VGK	\$	s	608'0	12/3/2015 \$	51 70	s	50.86	\$ 5128	\$ 82	256,388
ARG 4/11/2013 \$ 97 85 \$ 45,401 ARG 4/10/2014 \$ 104 54 5 3,136 ALLE 1/15/2014 \$ 105 61 \$ 4,224 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 713 ALLE 1/15/2014 \$ 47 54 \$ 714 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 54 \$ 716 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ALLE 1/15/2014 \$ 47 51 \$ 7,397 ARAY 5/20/2013 \$ 25 22 \$ 5,200 ARAY 5/20/2013 \$ 42 12 \$ 7,555 FRC 7/17/2014 \$ 48.74 \$ 7,555 FRC 7/17/2014 \$ 48.74 \$ 7,555 FRC 7/17/2014 \$ 48.74 \$ 7,555 FRC 7/17/2014 \$ 48.74 \$ 7,555 HEI 7/24/2014 \$ 48.74 \$ 7,555 HEI 7/24/2014 \$ 48.74 \$ 3,204 IDXX 7/25/2014 \$ 64 49 \$ 3,224 IDXX 7/25/2014 \$ 64 73 \$ 5,179	11,405 00	Shares MSCI EAFE Index Fund	EFA	s	s	13,941	12/3/2015 \$	60.98	۰,	60 10	\$ 60.54	54 \$	690,459
Arrgas Arrga Arrgas Arrga Arrgas Arrga A		Subtotal				19,791						φ	2,551,268
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Arigas Arigas Arigas Arigas Arigas Arigas Arigas Arigas Arigas Arigas Arigas Arigan	464 00		ARG	\$	ν.	15,401	12/7/2015 \$		⋄	137 40	\$ 137 64	₹	63,865
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Allegion PLC ALLE 1/15/2014 \$ 47 54 \$ 713 Allegion PLC ALLE 1/15/2014 \$ 50 67 \$ 760 ALLE 1/15/2014 \$ 50 67 \$ 760 ALLE 1/15/2014 \$ 50 67 \$ 760 ALLE 1/15/2014 \$ 47.41 \$ 948 Allegion PLC ALLE 1/15/2014 \$ 47.43 \$ 1.499 Allegion PLC ALLE 1/15/2014 \$ 47.43 \$ 1.499 Allegion PLC ALLE 1/15/2014 \$ 47.43 \$ 1.499 Allegion PLC ALLE 1/15/2014 \$ 47.43 \$ 1.499 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4.533 Allegion PLC ALLE 1/14/2013 \$ 42.12 \$ 1.052 Allegion PLC ALLE 1/14/2013 \$ 42.12 \$ 1.052 Allegion PLC ALLE 1/14/2013 \$ 42.12 \$ 1.052 Allegion PLC ALLE 1/14/2013 \$ 42.12 \$ 1.052 Allegion PLC	5 00		ALLE	s	۷,	237	12/7/2015 \$	67.15	s	96.99	\$ 66 76	\$ 9/	334
Allegion PLC ALLE ALLE 1/15/2014 \$ 50 67 \$ 760 ALLE ALLE 1/15/2014 \$ 47.41 \$ 948 Allegion PLC ALLE 1/15/2014 \$ 47.41 \$ 948 Allegion PLC ALLE 1/16/2014 \$ 47.43 \$ 2,609 ALLE 1/16/2014 \$ 47.43 \$ 2,609 ALLE 1/16/2014 \$ 47.43 \$ 2,609 ALLE 1/16/2014 \$ 47.43 \$ 2,609 ALLE 1/16/2014 \$ 47.61 \$ 40.54 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE 1/14/2014 \$ 47.71 \$ 4,534 Allegion PLC ALLE APPH 10/28/2014 \$ 47.67 \$ 4,534 Allegion PLC ARMPhenol Corp CI A APH 10/28/2014 \$ 47.67 \$ 4,286 Brookfield Asset Management - CI A APH 10/28/2014 \$ 42.91 \$ 5,20,298 Dentsply International Inc XRAY 5/16/2013 \$ 42.12 \$ 5,070 Dentsply International Inc XRAY 5/16/2013 \$ 42.12 \$ 5,070 Dentsply International Inc XRAY 5/16/2013 \$ 42.13 \$ 7,250 Allegion PC Alle Alle Alle Alle Alle Alle Alle All	15 00		ALLE	\$ 47	•	713	12/7/2015 \$	67.15	₩	96 36	\$ 66 76	\$ 92	1,001
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Allegion PLC ALLE 4/11/2014 \$ 50 68 \$ 4,054 Allegion PLC ALLE 1/14/2014 \$ 50 68 \$ 4,054 Allegion PLC ALLE 1/14/2014 \$ 47 71 \$ 4,533 Allegion PLC ALLE 1/14/2014 \$ 47 57 \$ 4,539 Allegion PLC ALLE 1/14/2014 \$ 47 63 \$ 4,519 Allegion PLC ALLE 1/28/2014 \$ 47 63 \$ 8,335 Amphenol Corp Cl A APH 10/28/2014 \$ 48 49 \$ 42,862 Brookfield Asset Management - Cl A APH 4/11/2013 \$ 37.05 \$ 42,862 Dentsply International Inc XRAY 5/16/2013 \$ 42 12 \$ 3,500 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,500 First Republic Bank FRC 7/11/2013 \$ 42 13 \$ 7,2250 First Republic Bank FRC 7/11/2013 \$ 36 21 \$ 4,443 First Republic Bank FRC 7/11/2013 \$ 36 21 \$ 8,116 Heico Corp	70 00		ALLE	s	\$	3,460	12/7/2015 \$	67 15	s	96 36	\$ 66.76	\$ 9/	4,673
Allegion PLC ALLE 1/14/2014 \$ 47 71 \$ 4,533 Allegion PLC ALLE 1/14/2014 \$ 47 57 \$ 4,519 Allegion PLC ALLE 1/14/2014 \$ 47 57 \$ 4,519 Allegion PLC ALLE 1/14/2014 \$ 47 57 \$ 4,519 Allegion PLC ALLE 1/14/2014 \$ 47 57 \$ 4,519 Allegion PLC ALLE 1/28/2014 \$ 47 63 \$ 8,335 Amphenol Corp Cl A APH 10/28/2014 \$ 48 49 \$ 48,35 Auguster Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A APH 4/11/2013 \$ 25 32 \$ 22,989 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 6/11/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 7/12/2014 \$ 48.74 \$ 7,555 Dentsply International Inc XRAY 7/12/2014 \$ 49 24 \$ 8,115 Dentsply International Inc XRAY 7/12/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,526 Idexx Labs Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 7/25/2014 \$ 64 79 \$ 5,179 Dentsply International Inc IDXX 1/25/2014 \$ 64 79 \$ 5,179 Dentspl	80 00		ALLE	s	s	4,054	12/7/2015 \$	67 15	φ,	96 39	\$ 66 76	\$ 9/	5,340
Allegion PLC ALLE ALLE A/8/2014 \$ 47 57 \$ 4,519 Allegion PLC ALLE A/14/2014 \$ 5101 \$ 7,397 Allegion PLC ALLE ALLE A/13/2014 \$ 47 63 \$ 8,335 Amphenol Corp Cl A APH A/11/2013 \$ 37.05 \$ 42,862 Brookfield Asset Management - Cl A BRAM A/11/2013 \$ 37.05 \$ 42,862 Brookfield Asset Management - Cl A BRAM A/11/2013 \$ 22,399 Dentsply International Inc XRAY S/20/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY B/13/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY S/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY A/11/2013 \$ 42 12 \$ 5,070 Dentsply International Inc XRAY A/11/2013 \$ 42 12 \$ 5,070 Dentsply International Inc XRAY A/11/2013 \$ 42 13 \$ 7,255 First Republic Bank FRC A/11/2013 \$ 39 57 \$ 33,276 Helco Corp Helco Corp Helco Corp IDXX A/11/2013 \$ 35.29 \$ 8,116 Idexx Labs Inc IDXX A/11/2013 \$ 59 48 \$ 3,526 Idexx Labs Inc IDXX A/12/2014 \$ 64 49 \$ 5,260 Idexx Labs Inc IDXX A/12/2014 \$ 64 73 \$ 5,179	95 00		ALLE	4	₩.	4,533	12/7/2015 \$	67 15	s	96.39	\$ 66 76	\$ 9/	6,342
Allegion PLC ALLE 1/28/2014 \$ 51 01 \$ 7,397 Allegion PLC ALLE 1/28/2014 \$ 47 63 \$ 8,335 Amphenol Corp Cl A APH 10/28/2014 \$ 48 49 \$ 485 Amphenol Corp Cl A APH 4/11/2013 \$ 37.05 \$ 42,862 Brookfield Asset Management - Cl A BAM 4/11/2013 \$ 22,939 Dentsply International Inc NRAY 5/16/2013 \$ 42 10 \$ 1,052 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc NRAY 5/9/2013 \$ 42 12 \$ 5,070 Dentsply International Inc NRAY 6/11/2013 \$ 42 12 \$ 5,070 Dentsply International Inc NRAY 6/11/2013 \$ 42 13 \$ 7,555 Heico Corp Heico Corp Heico Corp Index Labs Inc	95 00		ALLE	₩.	₩.	4,519	12/7/2015 \$	67 15	s	96 36	\$ 66 76	\$ 9/	6,342
Amphenol Corp Cl A ApH 10/28/2014 \$ 47 63 \$ 8,335 Amphenol Corp Cl A ApH 4/11/2013 \$ 37.05 \$ 42.862 Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A Brookfield Asset Management - Cl A SRAY S/20/2013 \$ 42.10 \$ 1,052 S/20/2013 \$ 42.10 \$ 3,580 Dentsply International Inc XRAY S/9/2013 \$ 42.12 \$ 3,580 Dentsply International Inc XRAY S/9/2013 \$ 42.12 \$ 3,580 Frist Republic Bank Fr	145 00		ALLE	v	s	7,397	12/7/2015 \$	67 15	s	96 36	\$ 66 76	\$ 9/	9,679
Amphenol Corp CI A APH 10/28/2014 \$ 48 49 \$ 485 Amphenol Corp CI A APH 4/11/2013 \$ 37.05 \$ 42,862 Brookfield Asset Management - CI A BAM 4/11/2013 \$ 22,939 \$ 22,989 Dentsply International Inc XRAY 5/16/2013 \$ 42 10 \$ 1,052 Dentsply International Inc XRAY 5/9/2013 \$ 42 42 \$ 4,454 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,500 First Republic Bank FRC 7/11/2013 \$ 42 13 \$ 7,250 First Republic Bank FRC 7/11/2013 \$ 49 24 \$ 7,555 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 7,555 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,179	175 00		ALLE	ş	Ŷ	8,335	12/7/2015 \$	67 15	٠,	96.39	\$ 66 76	\$ 9/	11,682
Amphenol Corp CI A APH 4/11/2013 \$ 37.05 \$ 42,862 Brookfield Asset Management - CI A BAM 4/11/2013 \$ 22,989 Dentsply International Inc XRAY 5/16/2013 \$ 42 10 \$ 1,052 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 4,454 Dentsply International Inc XRAY 5/9/2013 \$ 42 12 \$ 5,070 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/11/2013 \$ 39 57 \$ 116 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 8,116 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,179	10 00		АРН	\$	ς,	485	12/7/2015 \$	54 93	⋄	54 39	\$ 5466	\$ 95	547
BAM 4/11/2013 \$ 25.32 \$ 22,989 Dentsply International Inc XRAY 5/16/2013 \$ 42.10 \$ 1,052 Dentsply International Inc XRAY 5/20/2013 \$ 42.12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42.25 \$ 4,454 Dentsply International Inc XRAY 5/9/2013 \$ 42.12 \$ 5,070 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 First Republic Bank FRC 7/17/2014 \$ 49.24 \$ 3,276 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,115 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64.99 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,179	1,157 00		АРН	\$	φ.	12,862	12/7/2015 \$	54 93	s	54.39	\$ 54.66	\$ 95	63,242
Dentsply International Inc XRAY \$/16/2013 \$ 42 10 \$ 1,052 Dentsply International Inc XRAY \$/20/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY \$/9/2013 \$ 42 25 \$ 5,070 Dentsply International Inc XRAY \$/11/2013 \$ 42 13 \$ 72,250 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/11/2013 \$ 39 57 \$ 4,443 First Republic Bank FRC 7/11/2013 \$ 39 57 \$ 33,276 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 8,115 Heico Corp HEI 7/24/2014 \$ 49 24 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67 75 \$ 5,179	908 00	Brookfield Asset Mana	BAM	4	₩.	686'7	12/7/2015 \$	34 18	s	33 37	\$ 33 78	\$ 8	30,668
Dentsply International Inc XRAY 5/20/2013 \$ 42 12 \$ 3,580 Dentsply International Inc XRAY 5/9/2013 \$ 42 42 \$ 4,454 Dentsply International Inc XRAY 4/11/2013 \$ 42 12 \$ 5,070 Perist Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,179	25 00	Dentsply International	XRAY	s	₩.	1,052	12/7/2015 \$	63 45	s	62 70	\$ 63 08	\$ 8	1,577
Dentsply International Inc XRAY 5/9/2013 \$ 42 42 \$ 4,454 Dentsply International Inc XRAY 4/11/2013 \$ 42 12 \$ 5,070 Dentsply International Inc XRAY 4/11/2013 \$ 42 13 \$ 72,250 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 7/24/2014 \$ 64.49 \$ 8,125 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 65.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,179	85 00	Dentsply International	XRAY	s	s	3,580	12/7/2015 \$	63 45	•	62 70	\$ 63 08	\$ 8	5,361
Dentsply International Inc XRAY 5/9/2013 \$ 42 25 \$ 5,070 Dentsply International Inc XRAY 4/11/2013 \$ 42 13 \$ 72,250 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 First Republic Bank FRC 4/11/2013 \$ 39 57 \$ 33,276 Heiro Corp HEI 7/24/2014 \$ 49 24 \$ 8,115 Heiro Corp HEI 7/24/2014 \$ 49 24 \$ 8,115 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 65 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 65 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64 73 \$ 5,179	105 00	Dentsply International	XRAY	s	₩.	4,454	12/7/2015 \$	63 45	∽	62 70	\$ 63 08	8	6,623
Dentsply International Inc XRAY 4/11/2013 \$ 42 13 \$ 72,250 First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 First Republic Bank FRC 4/11/2013 \$ 39.57 \$ 33,276 Heiro Corp HEI 7/24/2014 \$ 49.24 \$ 8,115 Heiro Corp HEI 7/24/2014 \$ 64.49 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 65.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,179	120 00	Dentsply International	XRAY	s	s	5,070	12/7/2015 \$	63 45	s	62 70	\$ 63 08	۰۰ 8	7,569
First Republic Bank FRC 7/30/2014 \$ 46.77 \$ 4,443 First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 First Republic Bank FRC 4/11/2013 \$ 39.57 \$ 33,276 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 4/11/2013 \$ 35.29 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 7/25/2014 \$ 59.48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 67.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64.73 \$ 5,179	1,715 00	Dentsply International	XRAY	∙	45	72,250	12/7/2015 \$	63 45	∽	62 70	\$ 63 08	% %	108,176
First Republic Bank FRC 7/17/2014 \$ 48.74 \$ 7,555 First Republic Bank FRC 4/11/2013 \$ 39.57 \$ 33,276 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 4/11/2013 \$ 35.29 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 9/19/2014 \$ 59.48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 65.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64.73 \$ 5,179	95 00		FRC	\$	s	4,443	12/7/2015 \$	69 19	₩.	67 72	\$ 68.46	£ \$	6,503
Frct Republic Bank FRC 4/11/2013 \$ 39.57 \$ 33,276 Heico Corp HEI 7/24/2014 \$ 49.24 \$ 8,125 Heico Corp HEI 4/11/2013 \$ 35.29 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64.49 \$ 3,224 Idexx Labs Inc IDXX 9/19/2014 \$ 59.48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 65.75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64.73 \$ 5,179	155 00		FRC	\$	φ.	7,555	12/7/2015 \$	69 19	s	67 72	\$ 68 46	te \$	10,611
Heiro Corp HEI 7/24/2014 \$ 49 24 \$ 8,125 Heiro Corp HEI 4/11/2013 \$ 35.29 \$ 8,116 Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 9/19/2014 \$ 59 48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 65 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64 73 \$ 5,179	841 00		FRC	∿	\$	33,276	12/7/2015 \$	69 19	s	67 72	\$ 68 46	\$ 9t	57,571
Heiro Corp Heiro Corp Heiro Corp Heiro Corp Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Idexx Labs Inc Ide	165 00		포	ş	s	8,125	12/7/2015 \$	52 38	∙	5103	\$ 5170	8	8,531
Idexx Labs Inc IDXX 7/25/2014 \$ 64 49 \$ 3,224 Idexx Labs Inc IDXX 9/19/2014 \$ 59 48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 65 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64 73 \$ 5,179	230 00		포	v	s	8,116	12/7/2015 \$	52 38	₩.	51.03	\$ 51.70	8	11,892
Idexx Labs Inc IDXX 9/19/2014 \$ 59 48 \$ 3,569 Idexx Labs Inc IDXX 7/25/2014 \$ 65 75 \$ 5,260 Idexx Labs Inc IDXX 7/25/2014 \$ 64 73 \$ 5,179	50 00		ΣΧΩ	s	ν	3,224	12/7/2015 \$	70 71	φ,	69 71	\$ 70 21	21 \$	3,511
Idex Idex 1/25/2014 \$ 65 75 \$ 5,260 Idex Labsinc IDXX 7/25/2014 \$ 64 73 \$ 5,179	00 09		ΣΧQ	Ś	₩.	3,569	12/7/2015 \$	70 71	₹	69.71	\$ 70.21	21 \$	4,213
Idexx Labs Inc IDXX 7/25/2014 \$ 64 73 \$ 5,179	80 00	Idexx Labs inc	ΣΧΩ	s	55	5,260	12/7/2015 \$	70.71	s	69.71	\$ 70.21	77 \$	5,617
	80 00		XXQI	₩.	₩.	5,179	12/7/2015 \$	70 71	s	69 71	\$ 70 21	21 \$	5,617

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			CTU VIOLE TO CO	-						
		Purchase	Unit	Total	ei t					
Quantity Security	Ticker	Date	Cost	Cost	Date	Hıgh	Low	Average		Market Value
000	IDXX	9/23/2014	5 57 44 \$	4,595	\$ 2102/2/2012	70 71	\$ 69 71	1 \$ 7021	\$	5,617
96 00 Idexx Labs Inc	IDXX	8/1/2014	\$ 6239 \$	5,989	12/7/2015 \$	70 71	\$ 69.71	1 \$ 7021	∽	6,740
140 00 idexx Labs Inc	IDXX	7/25/2014	\$ 6635 \$	9,289	12/7/2015 \$	70 71	\$ 69.71	1 \$ 7021	∽	9,829
142 00 Idexx Labs Inc	IDXX	8/12/2014	\$ 63.05 \$	8,953	12/7/2015 \$	70 71	\$ 69 71	1 \$ 7021	ş	9,970
170 00 Idexx Labs Inc	IDXX	8/20/2014	\$ 62.47 \$	10,620	12/7/2015 \$	70 71	\$ 69 71			11,936
472 00 IHS Inc Class A	IHS	4/11/2013	\$ 100 27 \$	47,327	12/7/2015 \$	121 61	\$ 118.30	0 \$ 119 96	٠,	56,619
10 00 Markel Corp	MKL	4/11/2013	\$ 518 96 \$	5,190	12/7/2015 \$	931 25	\$ 916 08	8 \$ 923 67	\$	9,237
35 00 Mohawk Industries Inc	¥ΗΣ	5/6/2014	\$ 136 98 \$	4,794	12/7/2015 \$	191 79	\$ 188 20		\$	6,650
65 00 Mohawk Industries Inc	MHK	3/31/2014	\$ 135 42 \$	8,802	12/7/2015 \$	191 79	\$ 188.20	0 \$ 190 00	ب	12,350
Mohawk Industries	MHK	4/11/2013	\$ 114 68 \$	41,055	12/7/2015 \$	191.79	\$ 188 20	0 \$ 190 00	\$	68,018
55 00 Mohawk Industries Inc	MHK	5/24/2013	\$ 113 30 \$	6,232	12/7/2015 \$	191 79	\$ 188 20	0 \$ 190 00	\$	10,450
294 00 O'Reilly Automotive Inc	ORLY	4/11/2013	\$ 104 21 \$	30,639	12/7/2015 \$	259.68	\$ 255 45	5 \$ 257 57	φ.	75,724
556 00 Paychex Inc	PAYX	4/11/2013	\$ 35 99 \$	20,013	12/7/2015 \$	53.81	\$ 53 17	7 \$ 53.49	ب	29,740
417 00 PerkinElmer Inc	PKI	4/11/2013	\$ 3473 \$	14,483	12/7/2015 \$	52 25	\$ 51.19	9 \$ 5171	٠s 	21,561
22 00 Rollins Inc	ROL	4/10/2014	\$ 1980 \$	446	12/7/2015 \$	27 39	\$ 26.94	4 \$ 27.17	\$	298
210 00 Rollins Inc	ROL	4/15/2014	\$ 1971 \$	4,139	12/7/2015 \$	27 39	\$ 26 94	₩.	<i>د</i>	5,705
465.00 Rollins Inc	ROL	11/22/2013	\$ 18.85 \$	8,764	12/7/2015 \$	27.39	\$ 2694	4 \$ 27.17	₩.	12,632
472 00 Rollins Inc	ROL	12/10/2013	\$ 1935 \$	9,132	12/7/2015 \$	27.39	\$ 26.94	4 \$ 27 17	\$	12,822
40 00 Sherwin-Williams Co	SHW	7/18/2013	\$ 167 27 \$	6,691	12/7/2015 \$	273 92	\$ 268 12	s	\$	10,841
45 00 Sherwin-Williams Co	SHW	7/18/2013	\$ 165 56 \$	7,450	12/7/2015 \$	273 92	\$ 268 12	s	\$	12,196
133 00 Sherwin-Williams Co	SHW	4/11/2013	\$ 168 79 \$	22,450	12/7/2015 \$	273 92	\$ 268 12	s	\$	36,046
45 00 Signet Jewelers Ltd	SIG	10/27/2014	\$ 116 65 \$	5,249	12/7/2015 \$	130 35	\$ 126 65	s	٠,	5,783
60 00 Signet Jewelers Ltd	SIG	10/15/2014	\$ 103 36 \$	6,201	12/7/2015 \$	130 35	\$ 126 65	45	پ	7,710
65 00 Signet Jewelers Ltd	SIG	10/24/2014	\$ 114 57 \$	7,447	12/7/2015 \$	130 35	\$ 126.65	s	φ.	8,353
83 00 Signet Jewelers Ltd	SIG	9/3/2014	\$ 117 04 \$	9,714	12/7/2015 \$	130,35	\$ 126.65	s	\$	10,666
211 00 Signet Jewelers Ltd	SIG	4/11/2013	\$ 6918 \$	14,598	12/7/2015 \$	130 35	\$ 126.65	\$	٠,	27,114
34 00 SS&C Technologies Holdings Inc	SSNC	9/19/2014	\$ 44 68 \$	1,519	12/7/2015 \$	72 39	\$ 69 80	'n	s.	2,417
81 00 SS&C Technologies Holdings Inc	SSNC	7/29/2014	\$ 44 14 \$	3,575	12/7/2015 \$	72 39	\$ 69 80	s	٠ ج	5,758
189 00 Tempur-Pedic Intl	TPX	10/31/2014	\$ 5191 \$	9,811	12/7/2015 \$	80 53	\$ 77.67	s	ς,	14,950
250 00 Transdigm Group Inc	TDG	4/11/2013	\$ 112 09 \$	28,022	12/7/2015 \$	238 49	\$ 235 51	\$	٠,	59,250
746 00 Williams Sonoma Inc	WSM	4/11/2013	\$ 2232 \$	39,033	12/7/2015 \$	63 60	\$ 62 50	ş	٠.	47,035
82 76 DFA U S Sustainability Core 1 Portfolio	DFSIX	12/16/2013	\$ 1483 \$	1,227	12/7/2015 \$	16 63	\$ 1663	\$	٠ ج	1,376
408 61 DFA U S Sustainability Core 1 Portfolio	DFSIX	3/11/2014	\$ 1580 \$	6,456	12/7/2015 \$	16 63	\$ 1663	s	↔	6,795
570 10 DFA U S Sustainability Core 1 Portfolio	DFSIX	12/13/2013	\$ 1483 \$	8,455	12/7/2015 \$	16 63	\$ 1663	\$	↔	9,481
609 89 DFA U S Sustainability Core 1 Portfolio	DFSIX	9/10/2014	\$ 1653 \$	10,082	12/7/2015 \$	16 63	\$ 1663	\$	٠	10,143
623 35 DFA U S Sustainability Core 1 Portfolio	DFSIX	6/10/2014	\$ 1632 \$	10,173	12/7/2015 \$	16 63	\$ 1663	↔	ۍ ۳	10,366
965 50 DFA U S Sustainability Core 1 Portfolio	DFSIX	12/16/2013	\$ 1483 \$	14,318	12/7/2015 \$	16 63	\$ 1663	❖	٠٠ ٣	16,056
9,566 33 DFA U S Sustainability Core 1 Portfolio	DFSIX	2/28/2014	\$ 15 68 \$	150,000	12/7/2015 \$	16.63	\$ 1663	s	٠	159,088
32,383 42 DFA U S Sustainability Core 1 Portfolio	DFSIX	12/27/2013	\$ 15 44 \$	200,000	12/7/2015 \$	16 63	\$ 16.63	s	φ.	538,536
, 32,851 51 DFA U S Sustainability Core 1 Portfolio	DFSIX	11/25/2013	\$ 15 22 \$	200,000	12/7/2015 \$	16 63	\$ 1663	s.	s m	546,321
33,875 34 DFA U S Sustainability Core 1 Portfolio	DFSIX	10/23/2013	\$ 1476 \$	200,000	12/7/2015 \$	16 63	\$ 16.63	3 \$ 1663	S.	563,347

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		Cos	Cost Basis Info	fo								
		Purchase	Unit	Total	Gift							
Quantity Security	Ticker	Date	Cost	Cost	Date	High		Low	Average	ge	Mark	Market Value
69,637 88 DFA U S Sustainability Core 1 Portfolio	DFSIX	9/20/2013 \$	14 36	\$ 1,000,000	12/7/2015 \$	16 63	45	16.63	\$ 16	16.63	\$	1,158,078
129 22 Dreyfus International Stock Fund CL I	DISRX	12/30/2011 \$	12 18	\$ 1,574	12/7/2015 \$	1485	s	14 85	\$ 14	14 85	•	1,919
166 56 Dreyfus International Stock Fund CL I	DISRX	12/31/2012 \$	14 50	\$ 2,415	12/7/2015 \$	14 85	v	14 85	\$ 14	14 85	4٨	2,473
4,255 32 Dreyfus International Stock Fund CL I	DISRX	9/22/2011 \$	11 75	\$ 50,000	12/7/2015 \$	14 85	\$	14.85	\$ 14	14.85	ŧԴ.	63,191
5,712 11 Dreyfus International Stock Fund CL I	DISRX	\$/9/2011 \$	13 13	\$ 75,000	12/7/2015 \$	14 85	₩	14 85	\$ 14	14 85	٠A	84,825
817 66 Fairholme Fund	FAIRX	12/16/2011 \$	23.48	\$ 19,199	12/7/2015 \$	32.44	s	32.44	\$ 32	44	s	26,525
49 35 Harbor International Fund - Inst	HAINX	\$ 2102/21/21	61 27	\$ 3,024	12/7/2015 \$	63 38	❖	63 38	\$ 63	38	ψ,	3,128
60 92 Harbor International Fund - Inst	HAINX	12/16/2011 \$	99 05	\$ 3,086	12/7/2015 \$	63 38	❖	63 38	\$ 63	38	s	3,861
1,021 66 Harbor International Fund - Inst	HAINX	9/22/2011 \$	48 94	\$ 50,000	12/7/2015	63 38	∿	63 38	\$	38	₩.	64,753
1,324 15 Harbor International Fund - Inst	HAINX	8/9/2011 \$	56 64	\$ 75,000	12/7/2015 \$	63 38	s	63 38	\$ 63	38	·s	83,925
33 82 Matthews Asia Dividend Fund	MAPIX	3/20/2014 \$	14 69	\$ 497	12/7/2015 \$	15 60	₩	15 60	\$ 15	9	•	278
142 93 Matthews Asia Dividend Fund	MAPIX	6/20/2013 \$	14 63	\$ 2,091	12/7/2015	15 60	↔	15 60	\$ 15	8	s	2,230
225 46 Matthews Asia Dividend Fund	MAPIX	12/12/2013 \$	15 33	\$ 3,455	12/7/2015	15 60	v	15 60	\$ 15	8	•	3,517
1,971 09 Matthews Asia Dividend Fund	MAPIX	2/28/2014 \$	15 16	\$ 29,873	12/7/2015	15 60	₩.	15 60	\$ 15	8	ş	30,749
15,852 89 Matthews Asla Dividend Fund	MAPIX	4/12/2013 \$	15 71	\$ 248,979	12/7/2015	15,60	s	15.60	\$ 15	15.60	s	247,305
88 28 Prospector Opportunity Fund	POPFX	\$ 1102/62/21	16 66	\$ 1,471	12/7/2015	21 44	∿	21.44	\$ 21	21.44	w	1,893
97 12 Prospector Opportunity Fund	POPFX	1/2/2013 \$	17 78	\$ 1,727	12/7/2015	21 44	v	21.44	\$ 21	21 44	s	2,082
333 19 Prospector Opportunity Fund	POPFX	12/28/2012 \$	17 78	\$ 5,924	12/7/2015 \$	21,44	s	21 44	\$ 21	21 44	s	7,144
1,234 20 Prospector Opportunity Fund	POPFX	1/2/2013 \$	17 78	\$ 21,944	12/7/2015	21 44	∽	21 44	\$ 21	21 44	•	26,461
1,278 10 Prospector Opportunity Fund	POPFX	1/3/2012 \$	16 66	\$ 21,293	12/7/2015	3 21 44	s	21 44	\$ 21	21 44	₩.	27,402
28,653 30 Prospector Opportunity Fund	POPFX	12/31/2010 \$	17 45	\$ 500,000	12/7/2015 \$	21 44	s	21 44	\$ 21	44	٠,	614,327
25,839 79 WCM Focused Intl Growth Fund - Ins	WCMIX	10/8/2014 \$	11 61	\$ 300,000	12/7/2015	12 51	φ.	12 51	\$ 12	 	v	323,256
Subtotal				\$ 4,842,796							Ş	5,720,257
89,605 74 Northern Global Sustainability Index Fund	NSRIX	9/23/2013 \$	11 16	\$ 1,000,000	12/14/2015 \$	11 66	s	11 66	\$ 11	11 66	\$	1,044,803
43,516 10 Northern Global Sustainability Index Fund	NSRIX	10/23/2013 \$	11.49	\$ 500,000	12/14/2015 \$	11 66	⋄	11 66	\$ 11	11 66	s	507,398
42,918 46 Northern Global Sustainability Index Fund	NSRIX	11/25/2013 \$	11 65	\$ 500,000	12/14/2015 \$	11.66	s	11 66	\$ 11	11,66	s	500,429
3,216 39 Northern Global Sustainability Index Fund	NSRIX	\$ £102/61/21	11 39	\$ 36,635	12/14/2015 \$	11 66	s	11 66	\$ 11	11 66	σ.	37,503
42,955 33 Northern Global Sustainability Index Fund	NSRIX	12/27/2013 \$	1164	\$ 500,000	12/14/2015 \$	11.66	٠	11.66	\$ 11	11 66	•	500,859
12,668 92 Northern Global Sustainability Index Fund	NSRIX	2/28/2014 \$	1184	\$ 150,000	12/14/2015	11 66	\$	11 66	\$ 11	11 66	Ş	147,720
Subtotal				\$ 2,686,635							\$	2,738,712
										J		

FORM 990-PF IN	TEREST	ON SA	VING	S AND TEM	PORARY	CASH	IN	/ESTMENTS	ST	ATEMENT 1
SOURCE				(A) REVEI PER BO	TUE	NET	IN	(B) VESTMENT COME		(C) ADJUSTED ET INCOME
BANK OF AMERICA CHARLES SCHWAB GOLDMAN SACHS I		MW 3 D			20. 1,059.			20. 1,059.		
FUNDS	MF OBITI	o a m	•		144.			144.		
TOTAL TO PART I	, LINE	3 ·			1,223.			1,223.		
FORM 990-PF]	DIVIDE	NDS	AND INTERI	EST FR	OM SEC	CUR:	ITIES	SI	PATEMENT 2
SOURCE		GROSS AMOUN		CAPITAL GAINS DIVIDENDS		(A) EVENUE R BOOF		(B) NET INVES MENT INCO		(C) ADJUSTED NET INCOME
CHARLES SCHWAB GOLDMAN SACHS		339,7 142,6		178,47		161,27 142,62		161,22 142,62		
TO PART I, LINE	E 4	482,3	81.	178,47	8.	303,90	3.	303,84	6.	
										
FORM 990-PF				ACCOUNTI	NG FEE	<u>s</u>			Sı	PATEMENT 3
DESCRIPTION				(A) EXPENSES PER BOOKS	NET I	B) NVEST- INCOMI		(C) ADJUSTED NET INCOM		(D) CHARITABLE PURPOSES
ACCOUNTING				8,120.		4,72	0.			4,719.
TO FORM 990-PF	, PG 1,	LN 16	B ====	8,120.		4,720	0.			4,719.
FORM 990-PF	·····		ОТН	HER PROFES	SIONAL	FEES			ST	PATEMENT 4
DECCRIPTION				(A) EXPENSES PER BOOKS	NET I	B) NVEST- INCOM		(C) ADJUSTEI NET INCOM		(D) CHARITABLE PURPOSES
DESCRIPTION				1,318.		.	 0 •			1,318.
COUNSULTING TO FORM 990-PF	DC 1	T.NT 14		1,318.			0.			1,318.
TO FORM 330-PF	, FG 1,	TIM TO	,` <u> </u>	1,310.			.			

 $\boldsymbol{x}_{i,k} = \boldsymbol{x}_{i,k}^{\star}, \boldsymbol{x}_{i,k}^{\star}, \boldsymbol{x}_{i,k}^{\star}$

FORM 990-PF	TAX	ES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FOREIGN TAXES	11,217. 7,072.			0.
TO FORM 990-PF, PG 1, LN 18	18,289.	7,072.		0.
FORM 990-PF	OTHER E	XPENSES	S	TATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVISOR FEES DUES AND FEES OFFICE EXPENSE TRAVEL EXPENSE INERTNET & WEBSITE	49,421. 30. 1,332. 7. 117.	0. 666. 0.		0. 30. 666. 7. 117.
TO FORM 990-PF, PG 1, LN 23	50,907.	50,087.		820.

FORM 990-PF U.S. AND STATE/	CITY GOV	ERNMENT	OBLIGATIONS	STATEMENT 7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - U.S. TREASURIES CHARLES SCHWAB - MUNICIPAL BONDS	X	х	206,831. 134,767.	204,003. 133,492.
TOTAL U.S. GOVERNMENT OBLIGATIONS		-	206,831.	204,003.
TOTAL STATE AND MUNICIPAL GOVERNME	NT OBLIG	ATIONS	134,767.	133,492.
TOTAL TO FORM 990-PF, PART II, LIN	E 10A		341,598.	337,495.

FORM 990-PF	CORPORATE STOCK		STATEMENT 8
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
GS SPROCKET FDN	•	1,045,390.	995,899
CHARLES SCHWAB - MUTUAL FUNDS		14,529,845.	14,781,791
GS WELLS CAPITAL (HERITAGE) AI	L CAP GROWTH	0.	0
GS EAGLE DYNAMIC EQUITY		0.	0
GS GSAM LARGE CAP CORE (US RES	SPONSIBLE EQUITY)	0.	0
GS ADVISORY		0.	0
TOTAL TO FORM 990-PF, PART II,	LINE 10B	15,575,235.	15,777,690
FORM 990-PF	CORPORATE BONDS		STATEMENT 9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - CORPORATE BOX	NDS	54,144.	53,629
TOTAL TO FORM 990-PF, PART II,	LINE 10C	54,144.	53,629
FORM 990-PF LIST OF	SUBSTANTIAL CONTRIE	BUTORS	STATEMENT 10
	ART VII-A, LINE 10		
NAME OF CONTRIBUTOR	ADDRESS		
STEPHEN & JILL MCDONNELL	ELL 7748 GROVELAND ROAD		

PIPERSVILLE, PA 18947

FORM 990-PF

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PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

STEPHEN MCDONNELL JILL MCDONNELL