EXTENDED TO AUGUST 15, 2016

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

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 — **2015** — Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation: ABRAHAM & SONIA ROCHLIN FOUNDATION

A Employer identification number: 94-1696244

Number and street (or P O box number if mail is not delivered to street address): 3690 GRANT DRIVE — Room/suite: I-2

B Telephone number: 775-329-1611

City or town, state or province, country, and ZIP or foreign postal code: RENO, NV 89509

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 48,294,028.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	0.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,581,595.	1,581,595.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	286,471.			
	b Gross sales price for all assets on line 6a 5,817,495.				
	7 Capital gain net income (from Part IV, line 2)		286,471.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	83,019.	7,937.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	1,951,085.	1,876,003.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	12,753.	9,564.		3,189.
	c Other professional fees STMT 4	128,568.	37,092.		91,476.
	17 Interest	92.	92.		0.
	18 Taxes STMT 5	44,281.	17,001.		0.
	19 Depreciation and depletion	6,658.	6,658.		
	20 Occupancy	1,530.	1,148.		383.
	21 Travel, conferences, and meetings	6,762.	0.		6,762.
	22 Printing and publications				
	23 Other expenses STMT 6	12,326.	2,798.		2,796.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	212,970.	74,353.		104,606.
	25 Contributions, gifts, grants paid	2,391,154.			2,391,154.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,604,124.	74,353.		2,495,760.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-653,039.			
	b **Net investment income** (if negative, enter -0-)		1,801,650.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,210,792.	416,407.	416,407.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	16,096,202.	15,838,488.	38,865,392.
	c Investments - corporate bonds STMT 8	8,898,473.	9,297,533.	9,012,229.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	26,205,467.	25,552,428.	48,294,028.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	10,722,209.	10,722,209.	
	29 Retained earnings, accumulated income, endowment, or other funds	15,483,258.	14,830,219.	
	30 **Total net assets or fund balances**	26,205,467.	25,552,428.	
	31 **Total liabilities and net assets/fund balances**	26,205,467.	25,552,428.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	26,205,467.
2	Enter amount from Part I, line 27a	2	-653,039.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	25,552,428.
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	25,552,428.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,817,495.		5,531,024.	286,471.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				286,471.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	286,471.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	2,679,856.	53,707,997.	.049897
2013	2,402,285.	50,350,437.	.047711
2012	2,228,026.	46,622,429.	.047789
2011	2,108,553.	46,046,018.	.045792
2010	1,722,637.	40,960,190.	.042056

2 **Total** of line 1, column (d)	2	.233245
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.046649
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	50,914,445.
5 Multiply line 4 by line 3	5	2,375,108.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	18,017.
7 Add lines 5 and 6	7	2,393,125.
8 Enter qualifying distributions from Part XII, line 4	8	2,495,760.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	18,017.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	18,017.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	18,017.
6	Credits/Payments:				
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	20,884.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	6,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	26,884.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	8,867.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 8,867. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE,NV			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HEIDEMARIE ROCHLIN Telephone no. ▶ 775-329-1611

Located at ▶ 3690 GRANT DR., STE. I-2, RENO, NV ZIP+4 ▶ 89509

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

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

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HEIDEMARIE ROCHLIN 3690 GRANT DR., SUITE I-2 RENO, NV 89509	PRESIDENT 20.00	0.	0.	0.
JOSEPH SCHONWALD 3690 GRANT DR., SUITE I-2 RENO, NV 89509	VICE - PRESIDENT 20.00	45,738.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	50,953,926.
b	Average of monthly cash balances	1b	735,866.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	51,689,792.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	51,689,792.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	775,347.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	50,914,445.
6	**Minimum investment return** Enter 5% of line 5	6	2,545,722.

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

1	Minimum investment return from Part X, line 6	1	2,545,722.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 18,017.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b: 11,639.		
c	Add lines 2a and 2b	2c	29,656.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,516,066.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,516,066.
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	2,516,066.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,495,760.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,495,760.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	18,017.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,477,743.

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

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

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				2,516,066.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			215,316.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 2,495,760.				
a Applied to 2014, but not more than line 2a			215,316.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				2,280,444.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				235,622.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

HEIDEMARIE ROCHLIN

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
FROM K-1: ALLIANCEBERNSTEIN HOLDINGS, L.P 1345 AVE OF THE AMERICAS NEW YORK, NY 10105	NONE	PUBLIC CHARITY	VARIOUS	133.
FROM K-1: BUCKEYE PARTNERS, L.P. P.O. BOX 56169 HOUSTON, TX 77256	NONE	PUBLIC CHARITY	VARIOUS	21.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVE #607 NEW YORK, NY 10017-5269	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	1,325,000.
WOMEN'S & CHILDREN'S CENTER OF THE SIERRA 3905 NEIL ROAD, SUITE 2 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
THE AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. 711 THIRD AVENUE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	543,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	2,391,154.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	1,581,595.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	211110	75,082.	15	7,937.	
8 Gain or (loss) from sales of assets other than inventory			18	286,471.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		75,082.		1,876,003.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,951,085.

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

Part XVI-B Relationship of Activities to the Accomplishment of Exempt 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).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Rochlin Feldman | 11/15/16 | PRESIDENT

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
NOEMI O. ALLEN	Noemi Olmsted Allen	11/15/16		P00390053
Firm's name ▶ J.A. SOLARI & PARTNERS, LLC			Firm's EIN ▶ 45-2604379	
Firm's address ▶ 500 DAMONTE RANCH PKWY # 1008 RENO, NV 89521			Phone no. (775) 827-3550	

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES - SEE ATTACHMENT A	P		
b	PUBLICLY TRADED SECURITIES - SEE ATTACHMENT A	P		
c	PUBLICLY TRADED SECURITIES - CAPITAL GAIN DISTRIB	P		
d	ALLIANCEBERNSTEIN HOLDINGS, L.P. SHORT-TERM GAIN,	P		
e	ALLIANCEBERNSTEIN HOLDINGS, L.P. LONG-TERM GAIN,	P		
f	BUCKEYE PARTNERS, L.P. NET SEC. 1231 LOSS, SEE AT	P		
g	MV OIL TRUST - RETURN OF CAPITAL	P		
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	9,131.		97,953.	-88,822.
b	5,729,818.		5,425,483.	304,335.
c	68,217.			68,217.
d	217.			217.
e	2,546.			2,546.
f			22.	-22.
g	7,566.		7,566.	0.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-88,822.
b				304,335.
c				68,217.
d				217.
e				2,546.
f				-22.
g				0.
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	286,471.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN FRIENDS OF INTERDISCIPLINARY CENTER 116 EAST 16TH STREET, 11TH FLOOR NEW YORK, NY 10003	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	30,000.
AMERICAN FRIENDS OF CHASDEI LEV 1078 EAST 26TH ST. BROOKLYN, NY 11210	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
HANNATON 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
KOBY MANDELL FOUNDATION 366 PEARSALL AVENUE SUITE 1 CEDARHURST, NY 11516	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
KNPB CHANNEL 5 PUBLIC BROADCASTING 1670 NORTH VIRGINIA STREET RENO, NV 89503	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
AMERICAN COMMITTEE FOR THE WEIZMANN INSTITUTE OF SCIENCE 633 THIRD AVENUE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	18,000.
LONE SOLDIER CENTER POB 10724 CHICAGO, IL 60610	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
CENTRAL FUND OF ISRAEL 980 AVE OF THE AMERICAS FRNT 3 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	35,000.
THE YAD YAAKOV FUND 5603 DUVAL STREET PENSACOLA, FL 32503	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
FRIENDS OF ISRAEL SCI-TECH SCHOOLS, INC. 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	30,000.
Total from continuation sheets				513,000.

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04-01-15

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
RENOWN HEALTH FOUNDATION 1155 MILL STREET O2 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	50,000.
ALZHEIMER'S ASSOCIATION OF NORTHER NV CHAPTER 1301 CORDONE AVENUE, SUITE 18 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
JEWISH HOME FOR THE AGED 7150 TAMPA AVE RESEDA, CA 91335	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
JEWISH BRAILLE INSTITUTE INTERNATIONAL 110 EAST 30TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	3,000.
AMERICAN SUPPORT FOR ISRAEL 1732 1ST AVE #27091 NEW YORK, NY 10128	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	60,000.
THE GOOD PEOPLE FUND 384 WYOMING AVENUE MILBURN, NJ 07041	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
HAROLD GRINSPOON FOUNDATION 67 HUNT STREET SUITE 100 AGAWAM, MA 01001	NONE	PRIVATE FOUNDATION	ORGANIZATIONAL MISSION	25,000.
HILLEL OF NORTHERN NEVADA 305 W MOANA LN STE B RENO, NV 89509	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	5,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVENUE SUITE 1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
PROJECT KESHER 600 MAMARONECK AVE #400 HARRISON, NY 10528	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SHALOM HARTMAN INSTITUTE ONE PENNSYLVANIA PLAZA SUITE 1606 NEW YORK, NY 10119	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
SIERRA BLADES FENCING ACADEMY 9410 PROTOTYPE DR STE 16 RENO, NV 89521	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	2,000.
CONGREGATION TEMPLE EMANU-EL 1031 MANZANITA LANE RENO, NV 89509	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
UNIVERSITY OF NEVADA RENO FOUNDATION 1664 N. VIRGINIA STREET RENO, NV 89557	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
NEW SEEDS FOUNDATION POST OFFICE BOX 61186 PALO ALTO, CA 94306	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ALLIANCEBERNSTEIN HOLDING L.P	582.	0.	582.	582.	
K-1 ALLIANCEBERNSTEIN HOLDING L.P	63.	0.	63.	63.	
K-1 BUCKEYE PARTNERS, L.P. DIVIDENDS	233.	0.	233.	233.	
K-1 BUCKEYE PARTNERS, L.P. INTEREST	38.	0.	38.	38.	
MV OIL TRUST - INTEREST	2,347.	0.	2,347.	2,347.	
PUBLICLY TRADED SECURITIES - DIVIDENDS	1,186,295.	0.	1,186,295.	1,186,295.	
PUBLICLY TRADED SECURITIES - INTEREST	392,037.	0.	392,037.	392,037.	
TO PART I, LINE 4	1,581,595.	0.	1,581,595.	1,581,595.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ALLIANCE CAPITAL MANAGEMENT	31,136.	0.	
K-1 BUCKEYE PARTNERS, L.P.	43,946.	0.	
PERMIAN BASIN ROYALTY TRUST	7,937.	7,937.	
TOTAL TO FORM 990-PF, PART I, LINE 11	83,019.	7,937.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES - J.A. SOLARI & PARTNERS, LLC	12,753.	9,564.		3,189.
TO FORM 990-PF, PG 1, LN 16B	12,753.	9,564.		3,189.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES - JOSEPH SCHONWALD	45,738.	0.		45,738.
MANAGEMENT FEES - DAVID RIECKERS	36,000.	36,000.		0.
MANAGEMENT FEES - ROLINDA SCHONWALD	45,738.	0.		45,738.
TRUST ADMINSTATIVE EXPENSE	1,092.	1,092.		0.
TO FORM 990-PF, PG 1, LN 16C	128,568.	37,092.		91,476.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHOLDING ON DIVIDENDS	16,700.	16,700.		0.
OTHER TAXES	301.	301.		0.
INCOME TAX EXPENSE	27,280.	0.		0.
TO FORM 990-PF, PG 1, LN 18	44,281.	17,001.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	3,115.	1,557.		1,557.
MISCELLANEOUS EXPENSES FROM INVESTMENTS	235.	118.		117.
COMMUNICATION EXPENSES	2,245.	1,123.		1,122.
NON-DEDUCTABLE EXPENSES FROM INVESTMENTS	6,731.	0.		0.
TO FORM 990-PF, PG 1, LN 23	12,326.	2,798.		2,796.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHMENT B	15,838,488.	38,865,392.
TOTAL TO FORM 990-PF, PART II, LINE 10B	15,838,488.	38,865,392.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHMENT C	9,297,533.	9,012,229.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,297,533.	9,012,229.

TAXPAYER NAME: ABRAHAM AND SONIA ROCHLIN FOUNDATION
TAXPAYER EIN: 94-1696244

ATTACHMENT A - FORM 990-PF, PART IV

SECURITY	FACE OR SHARES	DATE ACQ	DATE SOLD	SALES PROCEEDS	COST	GAIN/ (LOSS)
SHORT-TERM TRANSACTIONS						
TELEFONICA S A SPON. ADR	22,350.00	04.23.2015	04.24.2015	2,844.15	0.00	2,844.15
NEW SOURCE ENERGY PARTNERS LP SER A/CUML PREF 11%	4,000.00	05.15.2011	10.15.2015	6,286.53	97,952.80	(91,666.27)
TOTAL SHORT-TERM TRANSACTIONS				**9,130.68**	**97,952.80**	**(88,822.12)**
LONG-TERM TRANSACTIONS						
CHASE MTG CL. A 7		VARIOUS	02..03.2015	263.01	0 00	263.01
CITIGROUP SENIOR FIXED RT.STEP-UP NOTES 4.75% 2/1/2027	300,000.00	01.27.2012	02 02.2015	300,000.00	300,000.00	0.00
CITIGROUP FDG INC. STEP-UP 5% 2/11/2026	200,000.00	02.08.2011	02.11.2015	200,000 00	200,000.00	0.00
CITIGROUP FDG INC SENIOR FIX. STEP-UP 4% 3/18/2012	200,000.00	03.15 2011	03.18.2015	200,000.00	200,000.00	0.00
MEDTRONIC, INC - LITIGATION STLM	N/A	VARIOUS	04.14.2015	618.73	0.00	618.73
J.P. MORGAN CHASE BANK NA MED.TERM NOTE STEP-UP	100,000.00	10.25.2011	04.28.2015	100,000.00	100,000.00	0.00
BANK OF AMERICA CORP MED TERM NOTES 6% 11/23/26	200,000 00	11.17.2011	05.26.2015	200,000.00	200,000 00	0.00
MORGAN STANLEY 6.6% TR. PFD. CAP.VI 2/1/46	8,000.00	01.19.2006	05.27.2015	200,000.00	200,000.00	0.00
AETNA INC (NEW)	2,392.00	MISC	06.16.2015	299,065.26	20,481.50	278,583.76
FEDL NATL MTG ASSN REMIC 2014-17 CL TA 2.5% 7/25/2043	200,000.00	03.06.2014	06.25.2015	540.29	0.00	540.29
INTEGRYS MERGER WITH WEC ENERGY	5,000.00	11.15.2005	06.30.2015	347,602.40	267,343.80	80.258.60
ING GROEP NV 7.375% PFD CUM PRPTL HTBRID CAP. SEC	6,000.00	09.27.2007	07.15.2015	150,000.00	150,000.00	0.00
A.T. & T MERGER WITH DIRECT TV	0 01	C I.L	07.28.2015	2.20	0 00	2.20
TITAN INTERNATIONAL INC.	6,000.00	06.10.2013	08.31.2015	54,950.05	108,008.95	(53,058.90)
ANGLO AMERICAN PLC ADS ADR	1,747 00	06.26.2001	08.31.2015	9,826.48	12,927.80	(3,101.32)
TRI POINTE GROUP INC	3,146.00	07.09.2004	08.31 2015	43,286.76	26,550.08	16,736.68
EXELON CORPORATION	12,000.00	10.04.1984	08.31.2015	368,024.28	75,294.00	292,730.28
LOS ANGELES CA MUNI IMXXX 6.49% 9/01/2019	15,000.00	12.03.2009	09.01.2015	15,000.00	15,000.00	0.00
WESTERN ASSETT EMERGING MKTS INCOME CF	6,032.00	10.27.97	09.03.2015	59,887.70	93,797.60	(33,909.90)
NUVEEN S&P 500 BUY-WRITE INCOME FUND	22,684.00	04.15.05	09.03.2015	286,711.54	367,475.01	(80,763.47)
WESTERN ASSETT EMERGING MKTS INCOME CF	3,968.00	10.27.97	09.08.2015	39,392.56	61,702.40	(22,309.84)
ANGLO AMERICAN PLC ADS ADR	14,780.00	06.26.2001	09.09.2015	85,124.28	109,266.33	(24,142.05)
DIRECT TV MERGER WITH A.T.&T.	4,292.00	VARIOUS	07.27.15	130,872.00	0.00	130,872.00
KRAFT FOOD GRP INC - MERGER WITH HEINZ	1,666.00	VARIOUS	VARIOUS	27,489.00	0.00	27,489.00
WESTERN ASSETT SHORT DURATION HIGH INCOME CL. A	42,372.88	07.14.1998	10.21.2015	233,050.85	500.000.00	(266,949.15)
GOLDMAN SACHS MLP ENERGY RENAISSANCE FD	15,000.00	09.25.2014	10.21.2015	145,831.75	280,350.00	(134,518.25)
CON WAY INC	5,000.00	03.15.1995	11.09.2015	238,000.00	75,902.94	162,097.06
FIVE OAKS INVESTMENT CORP	10,000.00	03.22.2013	12.30.2015	51,396.04	120,455.19	(69,059.15)
CSFB 04-51A6 - RETURN OF CAPITAL	198,000.00	VARIOUS	VARIOUS	62,030.00	62,030.00	0.00
CSFB 06-24A3 - RETURN OF CAPITAL	400,000.00	VARIOUS	VARIOUS	23,281.80	23,281.80	0.00
CSMC 06-73A7 - RETURN OF CAPITAL	200,000.00	VARIOUS	VARIOUS	14,780.77	14,780.77	0.00

SECURITY	FACE OR SHARES	DATE ACQ	DATE SOLD	SALES PROCEEDS	COST	GAIN/ (LOSS)
FNMA 12-7TD - RETURN OF CAPITAL	550,000.00	VARIOUS	VARIOUS	87,718.58	87,718.58	0.00
FNMA 14-17TA - RETURN OF CAPITAL	200,000.00	VARIOUS	VARIOUS	118,584.30	118,584.30	0.00
FNMA 14-89ND - RETURN OF CAPITAL	800,000.00	VARIOUS	VARIOUS	233,358.90	233,358.90	0.00
FNMA 15-27UA - RETURN OF CAPITAL	500,000.00	VARIOUS	VARIOUS	118,815.10	116,860.38	1,954.72
FNMA 15-53KC - RETURN OF CAPITAL	200,000.00	VARIOUS	VARIOUS	9,413.23	9,413.23	0.00
FHLMC 4273GU - RETURN OF CAPITAL	500,000.00	VARIOUS	VARIOUS	220,288.87	220,288.87	0.00
FHLMC 4491CD - RETURN OF CAPITAL	300,000.00	VARIOUS	VARIOUS	78,716.22	78,716.22	0.00
GNMA 13-188GW - RETURN OF CAPITAL	500,000.00	VARIOUS	VARIOUS	123,374.44	123,374.44	0.00
GNMA 13-149GB - RETURN OF CAPITAL	300,000.00	VARIOUS	VARIOUS	79,607.58	79,607.58	0.00
GNMA 13-122GD - RETURN OF CAPITAL	##########	VARIOUS	VARIOUS	740552.43	740,552.43	0.00
GNMA 15-1 49UA - RETURN OF CAPITAL	500,000.00	VARIOUS	VARIOUS	31,824.65	31,824.65	0.00
WFMBS06-11A12 - RETURN OF CAPITAL	250,000.00	VARIOUS	VARIOUS	535.00	535.00	0.00
TOTAL LONG-TERM TRANSACTIONS				**5,729,817.05**	**5,425,482.75**	**304,334.30**
CAPITAL GAIN DISTRIBUTION TRANSACTIONS						
NEW GERMANY FUND				12,657.60	0.00	12,657.60
CM FINANCE INC				183.05	0.00	183.05
CALAMOS CONV. & HIGH INCOME FD				1,900.06	0.00	1,900.06
GABELLI EQUITY TRUST				16,067.86	0.00	16,067.86
MACERICH COMPANY				19,648.77	0.00	19,648.77
HCP INC.				256.88	0.00	256.88
HEALTH CARE REIT INC				4,812.93	0.00	4,812.93
WELL TOWER INC				1,604.31	0.00	1,604.31
KIMCO				6,720.00	0.00	6,720.00
ESSEX PROPERTY TRUST INC				77.77	0.00	77.77
MEDTRONIC PLC				4,287.60	0.00	4,287.60
TOTAL CAPITAL GAIN DISTRIBUTION TRANSACTIONS				**68,216.83**	**0.00**	**68,216.83**
PASS-THOUGH GAIN/LOSS TRANSACTIONS						
MV OIL TRUST - RETURN OF CAPITAL				7,566.00	7,566.00	0.00
ALLIANCEBERNSTEIN HOLDING L.P						
SHORT-TERM GAIN				217.00	0.00	217.00
LONG-TERM GAIN				2,546.00	0.00	2,546.00
BUCKEYE PARTNERS, L.P.						
NET SECTION 1231 LOSS				0.00	22.00	(22.00)
TOTAL PASS-THOUGH GAIN/LOSS TRANSACTIONS				**10,329.00**	**7,588.00**	**2,741.00**
GRAND TOTAL(S)				**5,817,495**	**5,531,024**	**286,471**

TAXPAYER NAME: ABRAHAM AND SONIA ROCHLIN FOUNDATION
TAXPAYER EIN: 94-1696244

ATTACHMENT B
FORM 990-PF, PART II, LINE 10B

SHARES	SECURITY	BEG. OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
	STIFEL INSURED BANK PROGRAM	141,565.37	336,830.83	336,831.00
	WFA/AGE MMKT.BANK DEP.SWEEP	417,976.31	199,530.88	199,531.00
2,500	ABBOTT LABORATORIES	53,182.80	53,182.80	112,275.00
2,500	ABBVIE INC	57,672.20	57,672.20	148,100.00
30,000	AETNA, INC. NEW	277,356.50	256,875.00	3,243,600.00
5,540	ALCOA INC	99,979.51	99,979.51	54,680.00
14,000	ALCENTRA CAPITAL CORP	105,000.00	187,960.00	162,400.00
20,000	ALLIANCE BERNSTEIN HLD	(41,356.70)	(52,223.70)	477,000.00
4,634	ALLSTATE CORP	36,270.76	36,270.76	287,725.00
5,000	AMERICAN ELECTRIC POWER	88,925.00	88,925.00	291,350.00
1,000	AMERCO	173,988.95	173,988.95	389,500.00
16,527	ANGLO AMERICAN PLC ADR, NEW	122,299.80	-	-
16,000	APPLIED MATERIALS	226,471.45	226,471.45	298,720.00
24,180	A.T & T, INC.	64,826.95	164,078.76	832,034.00
5,000	AUTOMATIC DATA PROCESSING INC.	198,835.95	198,835.95	423,600.00
11,274	BANK OF AMERICA CORP	192,273.72	192,273.72	189,741.00
5,000	BARCLEYS BANK PLC 7 75% PFD	125,000.00	125,000.00	131,750.00
6,000	BARCLEYS BANK PLC 8.125% PFD	150,000.00	150,000.00	129,180.00
39,210	BG PLC ADR	74,339.73	74,339.73	569,329.00
3,500	BOEING CO	-	452,383.95	506,065.00
9,000	BRISTOL MYERS SQUIBB	280,306.00	280,306.00	619,110.00
8,600	BUCKEYE PARTNERS LP	(13,145.50)	(8,909.50)	567,256.00
15,000	CALAMOS CONV & HI INCOME	222,523.65	221,155.63	157,650.00
8,000	CALAMOS DYNAMIC CONVERT.&INCOME FD	-	200,000.00	144,400.00
7,600	CALIFORNIA RESOURCE CORP	7,277.28	7,277.28	17,708.00
1,666	CDK GLOBAL INC (SPIN-OFF FROM ADP)	28,757.79	28,757.79	79,085.00
40,500	CENTRICA PLC	32,375.00	32,375.00	130,131.00
16,164	CHEVRON TEXACO	338,424.00	338,424.00	1,454,113.00
9,000	CM FINANCE INC	135,000.00	135,000.00	90,180.00
5,000	CON WAY INC (FORMER :CNF	75,902.94	-	-
11,000	COCA COLA	269,753.50	269,753.50	472,560.00
38,000	COLGATE PALMOLIVE	306,621.28	306,621.28	2,531,560.00
9,249	COMCAST CORP, CL.A NEW	200,248.73	200,248.73	521,921.00
11,290	CONOCO PHILLIPS	77,048.89	77,048.89	527,130.00
6,000	COUNTRYWIDE CAP.7% 11/1/2036	150,000.00	150,000.00	153,780.00
5,706	DAIMLER CHRYSLER	250,199.22	250,199.22	477,307.00
6,000	DEUTSCHE BANK CONT.8.05%TR. V	150,000.00	150,000.00	162,960.00
4,592	DIRECTV. CLASS A. COMMON	99,251.88	-	-
13,000	DOUBLELINE INCOME SOLUTION FUND	306,905.00	306,905.00	210,860.00
15,122	DOW CHEMICAL	126,170.61	126,170.61	778,481.00
5,000	EAGLE POINT CREDIT COMPANY LLC	100,000.00	95,672.16	82,151.00
21,144	ELOT	-	-	-
8,000	EMC CORP MASS	111,890.00	111,890.00	205,440.00
4,000	EMERSON ELECTRIC CO	191,568.95	191,568.95	191,320.00
1,916	ESSEX PROPERTY TRUST, INC	85,959.96	85,959.96	458,710.00
12,000	EXELON CORP	75,294.00	-	-
21,000	EXXON MOBIL CORP	461,049.55	461,049.55	1,636,950.00
8,000	FANNIE MAE 8.25% PREF. SER. T	200,000.00	200,000.00	36,400.00
10,000	FIVE OAKS INVESTMENT CORP	133,280.19	-	-
15,773	FORD MOTORS	189,053.78	189,053.78	221,678.00
37,134	GABELLI EQUITY TR	176,444.19	171,059.75	197,182.00
3,943	GENERAL GROWTH PPTY COM/NEW	39,127.55	39,127.55	107,289.00
3,000	GENERAL DYNAMICS CORP COM	161,701.36	161,701.36	412,080.00
10,000	GENERAL ELECTRIC COMP.	273,140.00	273,140.00	311,500.00
8,941	GOLDFIELDS LTD	92,343.28	92,343.28	24,767 00

5,000	GOLDMAN SACHS MLP ENERGY RENAIS.FD	98,400.00	91,775.00	27,400.00
15,000	GOLDMAN SACHS MLP ENERGY RENAIS.FD	295,200.00	-	-
8,112	HCP INCORPORATED	53,161.81	52,269.69	310,203.00
5,000	HEALTH CARE R.E.I.T., INC	182,561.94	-	-
1,750	IMPERIAL TOBACCO PLC	85,116 76	85,116.76	185,063.00
3,000	INTL.BUSINESS MACHINES CORP	310,927.30	310,927.30	412,860.00
9,000	INT'L PAPER CO	285,970.08	285,970.08	339,300.00
6,000	ING GROEP NV. HYBRID CAP.7.375%	150,000.00	-	-
389,250	INTEGRYS ENERGY GROUP,INC	268,500.00	-	-
4,000	JOHNSON & JOHNSON	238,600.00	238,600.00	410,880.00
11,970	J.P.MORGAN	104,905.00	104,905.00	790,379.00
4,041	KAYNE ANDERSON MLP.INVT.COMP	71,565.30	69,634.09	69,869.00
8,530	KAYNE ANDERSON ENERGY TO.RET.	173,522.61	158,296.56	72,249.00
7,000	KIMCO REALTY TR	122,295.28	122,295.28	185,220.00
1,666	KRAFT FOODS GROUP INC.COM	49,749.46	49,749.46	121,218.00
6,000	LEHMAN BROS HLDG CAP TR V	810.00	-	-
1,045	LIBERTY CAPITAL GROUP SER.A	560.47	560.47	41,016.00
2,090	LIBERTY CAPITAL GROUP SER.C	1,070.36	1,070.36	79,587.00
261	LIBERTY BROADBAND CORP, CL A	184.65	184 65	13,841.00
522	LIBERTY BROADBAND CORP, CL.C	366.27	366.27	27,071.00
5,413	MACERICH COMPANY	80,366.25	80,366.25	436,775.00
10,588	MACY'S INC	179,918.13	179,918.13	370,368.00
15,000	MARATHON OIL CORP	115,810.05	115,810.05	188,850.00
7,500	MARATHON PETROLEUM CORP	75,252.45	75,252.45	777,600.00
1,500	MCKESSON CORPORATION	-	297,008.95	295,845.00
4,000	MEDTRONIC INC	210,480.45	207,522.90	307,680.00
4,000	MERRILL LYNCH PF CAP V	100,000.00	100,000.00	100,480.00
4,000	MERRILL LYNCH CAP.TRUST III 7.35%	100,000.00	100,000.00	103,760.00
5,000	MONDELEZ INTL.INC., COM	92,027.29	92,027.29	224,200.00
6,900	MORGAN STANLEY	21,026.36	124,475.31	219,489.00
8,000	MORGAN STANLEY CAP.TR.6%	200,000.00	-	-
7,500	MV OIL TRUST UNITS	58,721.45	51,155.39	36,525.00
10,998	NEW GERMANY FUND	125,110.67	125,110.67	161,671.00
2,699	NEWMONT MINING	103,168.80	103,168.80	48,555.00
3,000	NORFOLK SOUTHERN CORP	219,908.95	219,908.95	253,770.00
22,684	NUVEEN S&P 500 BUY-WRITE STOCK MERG	367,475.01	-	-
19,000	OCCIDENTAL	201,540.07	201,540 07	1,284,590.00
20,000	PERMIAN BASIN ROYALTY L.P	162,423.30	155,765.56	101,200.00
5,000	P G & E CORP	78,950.00	78,950.00	265,950.00
2,000	PHILIP MORRIS INTERNATIONAL, INC	79,619.46	79,619.46	175,820.00
5,645	PHILLIPS 66	22,897.78	22,897.78	461,761.00
18,300	PRAXAIR	288,672.43	288,672.43	1,873,920.00
9,000	REALTY INCOME CORP REIT	-	416,018.44	464,670.00
14,077	SABMILLER PLC	54,750.00	54,750.00	843,635.00
3,662	SASOL LTD ADR	41,983.70	41,983.70	98,215.00
4,000	SCHLUMBERGER	36,748.70	36,748.70	279,000.00
4,000	SEMPRA ENERGY	76,602.35	76,602.35	376,040.00
37,334	SINGAPORE AIRLINES LTD SIA	196,916.00	196,916.00	294,744.00
27,253	SINGAPORE AIRPORT TERMINAL	43,604.80	43,604.80	73,768.00
12,600	SOUTHERN CORP	128,228.08	128,228.08	589,554.00
4,000	SILICON VALLEY B 7% PFD (SVB CAPITAL)	100,005.00	100,005.00	102,636.00
1,045	STARZ LIBERTY CAP.COM. SER. A	297.66	297.66	35,008.00
6,000	STONECASTLE FINANCIAL CORP	144,877.62	143,542.98	97,800 00
22,350	TELEFONICA DE ESPANA	131,070.02	131,070.02	247,191.00
3,000	TEVA PHARMACEUTICAL ADR INDS LT	147,414.50	147,414.50	196,920.00
15,000	T H L CREDIT SENIOR LOAN FUND	300,000.00	300,000.00	237,900.00
6,000	TITAN INTERNATIONAL, INC	108,008.95	-	-

9,348	TOTAL CORP ADR	91,544.42	91,544.42	420,193.00
3,146	TRI POINTE HOMES INC	26,550.08	-	-
10,598	VERIZON CORP	280,873.89	375,620.69	489,840.00
9,640	WEC ENERGY GROUP INC	-	444,538.03	494,628.00
5,000	WELLPOWER INC (FORMER HLTH CARE REIT)	-	182,310.42	340,150.00
42,373	WESTERN ASSET SHORT DURATION HI,INC.FD	500,000.00	-	-
3,573	WEYERHAEUSER	66,494.28	66,494.28	107,119.00
4,162	WYNDHAM WORLDWIDE CORP	188,814.38	189,654.12	302,369.00
10,000	WESTERN ASSET MKT.FD.II, INC	155,500.00	-	-
42,373	WESTERN ASSET LIQUID RESERVES CL. A	-	233,976.96	233,977.00
	TOTAL	**16,096,202.00**	**15,838,488.12**	**38,865,392.00**

TAXPAYER NAME: ABRAHAM AND SONIA ROCHLIN FOUNDATION **ATTACHMENT C**
TAXPAYER EIN: 94-1696244 **FORM 990-PF, PART II, LINE 10C**

SHARES	SECURITY	BEG. OF YEAR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
250,000	ALCOA INC, SR UNSECURED 5.4% 4/15/2021	260,870.00	260,870.00	240,960.00
200,000	ADVANCE AUTO PARTS, INC.COMP.GTD 5.75%5/1/20	213,407.50	213,407.50	218,452.00
200,000	ASSURED GUARANTY US HLDG SR.NOTE 5% 7/1/24	206,407.00	206,407.00	209,592.00
100,000	AVON PRODUCTS INC. SR.UNSEC. 5% 3/15/2023	101,890.00	101,890.00	67,500.00
200,000	BANK OF AMER.CORP SR.SUB NOTE 5.42%3/15/17	199,098.00	199,098.00	208,178.00
250,000	BANK OF AMERICA CORP INTERNOTES 5.3% 3/15/17	241,005.00	241,005.00	260,070.00
200,000	BANK OF AMER.CORP INT.NTS.MED.TERM 6%11/23/26	200,000.00	-	-
300,000	CFI 15NC3 SENIOR FIX.RT.STEP-UP 4.75% 2/1/2027	300,000.00	-	-
200,000	CITIGROUP FDG.STEP-UP NOTES 4% 3/18/2021	200,000.00	-	-
200,000	CITIGROUP FDG.STEP-UP NOTES 5% 2/11/2026	200,000.00	-	-
200,000	CREDIT AGRICOLE CIB STP.UP MED.TERM 3% 2/21/25	196,105.00	196,105.00	189,164.00
400,000	CRED.SUISSE MTG,CAP SER 2006-2 .6%3/25/36	216,021.60	192,739.80	146,718.00
200,000	CRED.SUISSE MTG,CAP SER 2006-7 6.5% 8/25/36	112,805.75	98,024.98	63,769.00
198,000	CREDIT SUISSE FIRST BOSTON 6% 9/25/34	168.754.76	106,724.76	109,869.00
100,000	DOMTAR CORP COMPANY GTD 4.4% 4/1/2022	102,387.00	102,387.00	102,450.00
200,000	EBAY INC.SR.UNSECCURED NOTE 3.45% 8/1/2024	-	197,611.00	190,386.00
4,115	ELOT INC CV S/DB WARRANTS 12/31/13	50,000.00	50,000.00	N/A
200,000	ENERGEN CORP SR.UNSECURED 4.625% 9//2012	200,527 00	200,527.00	179,276.00
510,312	FEDERAL HOME LOAN MTG. CORP 9.5% 8/1/2019	-	-	230.00
500,000	FEDL HOME LN MTG CORP MULTI REMIC 4237 3% 12/15,	227,382.20	7,093.33	11,605.00
300,000	FEDL HOME LN MTG CORP MULTI REMIC 4491 2.5% 3/15,	-	173,774.33	173,248.00
200,000	FEDL,NATL MTG ASSN REMIC 2014-17 CL.TA 2.5% 7/25/4	116,629.58	-	-
550,000	FEDL.NATL MTG ASSN REMIC 2012-7 CL TD 3.5% 2/25/42	190,101.75	102,383.17	109,014.00
800,000	FEDL.NATL MTG ASSN REMIC 2014-89 CL ND 3%	798,005.00	564,646.10	556,862.00
200,000	FEDL,NATL MTG ASSN REMIC 2015-53CL KC 3% 1/25/45	-	190,091.77	189,420.00
500,000	FEDL.NATL MTG ASSN REMIC SER 2015-27 CL-UA 3%	-	378,689.90	372,794.00
20,000	FORD MOTOR CREDIT CO.LLC NTS 4.1% 10.20.25	-	200,895.00	200,060.00
300,000	GOVT NAT'L MTG ASSN SER 2013-149 CL· GB 3% 9.16.4	200,539.38	120,931.80	123,450.00
1,500,000	GOV'T NAT'L MTG ASSN SER 2013-122 CL:GD 3.5%8/16/4	946,533.57	205,981.14	213,253.00
500,000	GOVT NAT'L MTG ASSN SER 2013-188 CL:GW 3% 12/16/4	334,849.25	211.474.81	207,779.00
500,000	GOVT.NATL.MTG.ASSN. SER. 2015-149 CL UA 3%	-	466,930.35	454,496.00
500,000	GNMA 9% '16	671.70	112.22	114.00
167,000	GOLDMAN SACHS GRP.SENR.UNSEC.3.625%2/7/16	160,050.28	160,050.28	167,334.00
300,000	GOLDMAN SACHS GRP.INC.MED.TERM 2.5% 10/2/23	300,000.00	300,000.00	298,446.00
100,000	HEWLETT PACKARD CO. SR. UNSEC. 4.65% 12/9/2021	100,890.50	100,890.50	100,306.00
250,000	INGRAM MICRO INC.SR. UNSECURED 5% 8/10/2022	257,257.50	257,257.50	255,130.00
250,000	JP MORGAN SR.STEP-UP MTN 3.75% 10/28/2026	100,000.00	-	-
300,000	JP MORGAN CHASE & CO. UNSECURED 1.8% 1/25/18	299,392.00	299,392.00	298,125.00
200,000	JP MORGAN CHASE & CO STEP-UP 2.25% 8/30/22	200,000.00	200,000.00	193,752.00
200,000	KEMPER CORP.SR.UNSEC.NOTE 4.35% 2/15/2025	-	204,879.00	198,950.00
65,000	L.A.MUNI.IMPT.CORP.LSE. 6.49% 9/1/2019	80,000.00	65,000.00	70,012.00
300,000	MORGAN STANLEY 4.1% 05/22/2023 MED.TERM NTS	297,577.00	297,577.00	301,893.00
300,000	MORGAN STANLEY SUB.MED.TERM NTS 4.35% 9/8/26	-	303,178.00	301,257.00
200,000	M.S.STEP UP RANGE ACCR.NTS 6.5.% 4/8/26	200,000.00	200,000.00	210,000.00
200,000	MURPHY OIL CORP SR, UNSECURED 4% 6/1/2022	203,071.00	203,071.00	151,858.00
200,000	MURRAY STREET INVESTMENT TRUST 4.647% 3/9/17	199,632.00	199,632.00	206,060.00
200,000	NEWMONT MINING CORP COMP.GTD 5.125% 10/1/19	209,965.00	209,965.00	208,748.00
100,000	POTASH CORP- SASKATCHEWAN 3.625% 3/15/24	100,005.00	100,005.00	98,633.00
200,000	QUALCOMM INC SR UNSECURED 3.45% 5/20/2025	-	190,599.00	192,366.00
200,000	SOCIETE GENERALE MED.TERM NT.STEP 3.25% 12/1/202	-	200,000.00	200.216.00
200,000	TECH DATA CORP, SR. UNSECURED 3.75% 9/21/17	204,851.50	204,851.50	203,850.00
200,000	TIME WARNER CABLE INC. COMPANY GTD 4% 9/1/2021	-	202,957.00	202,036.00
200,000	WEATHERFORD INT'L LTD.BERMUDA S.NTS 5.125%9/15/:	-	199,305.00	162,000.00
250,000	WELLS FARGO MTG.SER.2006-11 6%9/25/36	1,790.12	1,255.12	1,548.00
200,000	WYNN LAS VEGAS LLC/CORP 5.375% 3/15/22	-	207,867.00	191,000.00
	Total	**8,898,472.94**	**9,297,532.86**	**9,012,229.00**