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For calendar year 2015, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of foundation SCHULER FAMILY FOUNDATION		A Employer identification number 99-0316347	
% SCHULER FAMILY FOUNDATION			
Number and street (or P O box number if mail is not delivered to street address) 828 FORT STREET 310		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code HONOLULU, HI 96813		B Telephone number (see instructions) (206) 628-6529	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 21,988,861		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))	Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	422,459	421,601		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,040,175			
	b Gross sales price for all assets on line 6a 5,349,305				
	7 Capital gain net income (from Part IV , line 2) . . .		1,040,175		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	264,652	264,652		
	12 Total. Add lines 1 through 11	1,727,286	1,726,428		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)	64,338	64,338	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	3,693	3,693	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	42,308	42,308		
	24 Total operating and administrative expenses. Add lines 13 through 23	110,339	110,339	0	0
	25 Contributions, gifts, grants paid	1,045,840			1,045,840
	26 Total expenses and disbursements. Add lines 24 and 25	1,156,179	110,339	0	1,045,840
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursement	571,107			
	b Net investment income (if negative, enter -0-)		1,616,089		
	c Adjusted net income (if negative, enter -0-)				

Part II		Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing		113,954	68,980	68,980
	2	Savings and temporary cash investments		1,638,502	3,265,154	3,865,899
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S and state government obligations (attach schedule)		911,269	639,391	634,702
	b	Investments—corporate stock (attach schedule)		3,989,493	5,069,219	12,626,490
	c	Investments—corporate bonds (attach schedule)		2,392,420	2,293,944	2,204,154
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)		3,361,620	2,437,674	2,588,636
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)					
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		12,407,258	13,774,362	21,988,861	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule).				
	22	Other liabilities (describe ▶ _____)				
	23	Total liabilities(add lines 17 through 22)			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 ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		12,407,258	13,774,362	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances(see instructions)		12,407,258	13,774,362		
31	Total liabilities and net assets/fund balances(see instructions)		12,407,258	13,774,362		

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	12,407,258
2	Enter amount from Part I, line 27a	2	571,107
3	Other increases not included in line 2 (itemize) ▶ _____	3	795,997
4	Add lines 1, 2, and 3	4	13,774,362
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	13,774,362

Part IV Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase D—Donation (b)	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	SHORT TERM STOCK SALES	P		
b	LONG TERM STOCK SALES	P		
c				
d				
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 782,409		987,799	-205,390
b 4,562,511		3,321,331	1,241,180
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h)) (l)
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-205,390
b			1,241,180
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,040,175
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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 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	1,064,921	15,121,857	0 070423
2013	1,039,701	20,760,118	0 050082
2012	987,477	16,327,163	0 060481
2011	950,156	14,817,706	0 064123
2010	910,082	15,788,586	0 057642

2 Total of line 1, column (d).	2	0 302751
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 06055
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	21,530,015
5 Multiply line 4 by line 3.	5	1,303,642
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	16,161
7 Add lines 5 and 6.	7	1,319,803
8 Enter qualifying distributions from Part XII, line 4.	8	1,045,840

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 VII

Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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 ☐ and enter 1% of Part I, line 27b

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

12,807

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868).

6c

34,000

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d.

7

46,807

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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

14,485

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ 14,485 **Refunded** ☐

11

Part VII-A

Statements Regarding Activities

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? 		Yes	No
1a				No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			No
1b				No
c	Did the foundation file Form 1120-POL for this year?			No
1c				No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2		No
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? <i>If "Yes," attach a conformed copy of the changes</i> 	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i> 	5		No
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	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ HI _____			
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? <i>If "No," attach explanation</i> .	8b	Yes	
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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10		No

Form 990-PF (2015)

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	Yes	
14 The books are in care of ► <u>SCHULER FAMILY FOUNDATION</u> Telephone no ► <u>(206) 628-6529</u> Located at ► <u>828 FORT STREET 310 HONOLULU HI</u> ZIP+4 ► <u>96813</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ►	16	Yes	No

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)? Organizations relying on a current notice regarding disaster assistance check here. ► ☐		1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		1c		No
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 ► 20____, 20____, 20____, 20____				
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015</i>).		3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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)? 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? ☐ Yes ☐ No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
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 <i>If "Yes" to 6b, file Form 8870</i>			No
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? 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 (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Total number of other employees paid over \$50,000. ▶				

Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

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

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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	16,851,182
b	Average of monthly cash balances.	1b	2,449,979
c	Fair market value of all other assets (see instructions).	1c	2,556,722
d	Total (add lines 1a, b, and c).	1d	21,857,883
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	21,857,883
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	327,868
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,530,015
6	Minimum investment return. Enter 5% of line 5.	6	1,076,501

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	1,076,501
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	32,322
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	32,322
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,044,179
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,044,179
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,044,179

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	1,045,840
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,045,840
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,045,840

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				1,044,179
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			8,426	
b Total for prior years 2013 , 2012 , 2011				
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 1,045,840				
a Applied to 2014, but not more than line 2a			8,426	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2015 distributable amount.				1,037,414
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.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				6,765
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .				
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.	0			

Part XIV

b Check box to indicate whether the organization

Tax year	Prior 3 years			(e) Total
(a) 2015	(b) 2014	(c) 2013	(d) 2012	

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Part XV

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email 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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE ATTACHMENT B 828 FORT STREET 310 HONOLULU, HI 96813	N/A	PC	To provide support to exempt organization	1,045,840
Total ▶ 3a				
b <i>Approved for future payment</i>				
Total ▶ 3b				

Enter gross amounts unless otherwise indicated

[illegible]

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)	No
(2) Other assets.		1a(2)	No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.		1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)	No
(3) Rental of facilities, equipment, or other assets.		1b(3)	No
(4) Reimbursement arrangements.		1b(4)	No
(5) Loans or loan guarantees.		1b(5)	No
(6) Performance of services or membership or fundraising solicitations.		1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
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.			

[illegible]

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

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.		
	*****	2016-05-12	*****
	_____ 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 SUSAN B QUEARY	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00099025
	Firm's name ▶ BADER MARTIN PS			Firm's EIN ▶	
	Firm's address ▶ 1000 2ND AVE 34TH FLOOR SEATTLE, WA 981041022				
				Phone no (206) 621-1900	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
JAMES K SCHULER	CHAIRMAN/DIRECTOR 2 5	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				
BETTYE P SCHULER	VP/SECRETARY 1 5	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				
PAMELA S JONES	VP/TREASURER 1 0	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				
CHRISTOPHER T SCHULER	DIRECTOR 1 0	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				
MARK J SCHULER	DIRECTOR 1 0	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				
FIRST HAWAIIAN	TRUSTEE 0	0	0	0
828 FORT STREET 310 HONOLULU, HI 96813				

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: SCHULER FAMILY FOUNDATION

EIN: 99-0316347

TY 2015 Investments Corporate Bonds Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT A	2,293,944	2,204,154

TY 2015 Investments Corporate Stock Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHMENT A	5,069,219	12,626,490

TY 2015 Investments Government Obligations Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347**US Government Securities - End of
Year Book Value:**

639,391

**US Government Securities - End of
Year Fair Market Value:**

634,702

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2015 Investments - Other Schedule

Name: SCHULER FAMILY FOUNDATION

EIN: 99-0316347

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE ATTACHMENT A		2,437,674	2,588,636

TY 2015 Other Expenses Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PARTNERSHIP EXPENSES	42,308	42,308		

TY 2015 Other Income Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM PARTNERSHIPS	264,652	264,652	

TY 2015 Other Increases Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Description	Amount
BOOK/TAX DIFFERENCES FROM PASS THROUGH	795,997
ENTITIES	0

TY 2015 Other Professional Fees Schedule**Name:** SCHULER FAMILY FOUNDATION**EIN:** 99-0316347

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIRST HAWAIIAN #1017	9,453	9,453	0	0
UBS #20620	54,885	54,885	0	0

TY 2015 Taxes Schedule

Name: SCHULER FAMILY FOUNDATION

EIN: 99-0316347

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID FROM K-1S	1,543	1,543	0	0
FOREIGN TAXES PAID FROM 1099S	2,150	2,150	0	0

SCHULER FAMILY FOUNDATION
EIN 99-0316347
2015 FORM 990-PF
PART XV - ATTACHMENT B

DATE	Name	Charity Address	Reason for Grant	SSN/Tax ID	Paid Amount
5/27/2015	American Red Cross (HI Chapter) 2015 Corp Partner Program	4155 Diamond Head Road Honolulu HI 96816	To provide support to exempt organization	13 1788491	10 000 00
3/2/2015	Aimed Services YMCA of Honolulu	1057 North Road Honolulu HI 96818	To provide support to exempt organization	99 0073533	10 000 00
5/29/2015	Best Friends Animal Society	5001 Angel Canyon Road Kanab UT 84741	To provide support to exempt organization	23 7147797	5 000 00
5/29/2015	Boy Scouts of America	42 Puuwa Road Honolulu Hawaii 96817	To provide support to exempt organization	99 6005407	5 000 00
6/8/2015	Boys and Girls Club of Kailua	650 Iwilei Road Suite 209 Honolulu HI 96817	To provide support to exempt organization	99 6005407	5 000 00
3/2/2015	CANCER ACS Hope Lodge	2370 Nuuanu Ave Honolulu HI 96817 1714	To provide support to exempt organization	13-1788491	100 000 00
6/17/2015	CANCER Childhood Cancer Program	2370 Nuuanu Ave Honolulu HI 96817 1714	To provide support to exempt organization	99 0073482	10 000 00
5/29/2015	CANCER Marsha Rivkin Center for Ovarian Cancer Research	1221 Madison Street Suite 1401 Seattle WA 98104	To provide support to exempt organization	91 2054035	10 000 00
3/2/2015	CANCER Swedish Cancer Institute	747 Broadway Seattle WA 98122 4307	To provide support to exempt organization	91-0983214	10 000 00
3/2/2015	Carden Academy of Maui	55 Makaena Place Pukalani HI 96768	To provide support to exempt organization	99 0340877	20 000 00
9/22/2015	Coalition to Salute America's Heroes Xmas Emerg Aid Drive	PO Box 96860 Washington DC 20077	To provide support to exempt organization	52 1351773	5 000 00
7/27/2015	Domestic Abuse Women's Network	P O Box 88007 Tukwila WA 98138	To provide support to exempt organization	91-1176122	5 000 00
5/29/2015	Easter Seals Hawaii	710 Green Street Honolulu HI 96813	To provide support to exempt organization	99 0075235	2 500 00
5/29/2015	Evergreen Healthcare Foundation	12040 NE 128th Street MS 5 Kirkland WA 98034	To provide support to exempt organization	91 1519430	2 500 00
7/24/2015	FareStart	700 Virginia Street Seattle WA 98101	To provide support to exempt organization	91-1546757	5 000 00
7/27/2015	Food Lifeline	1702 NE 150th Street Shoreline WA 98155 7226	To provide support to exempt organization	91 1090450	10 000 00
5/11/2015	Fractured Atlas	863 Ronda Mendoza Laguna Woods CA 92637	To provide support to exempt organization	11 3451703	5 000 00
3/2/2015	Fred Hutchinson Cancer Research Center Foundation	1100 Fairview Ave N PO Box 19024 I5200 Seattle WA 98109	To provide support to exempt organization	23-7156071	50 000 00
5/29/2015	Gilda's Club Seattle	1400 Broadway Seattle WA 98122	To provide support to exempt organization	91 1742315	25 000 00
5/29/2015	Gilda's Club Seattle Camp Sparkle	1400 Broadway Seattle WA 98122	To provide support to exempt organization	91 1742315	10 000 00
7/27/2015	Girl Scouts of Hawaii	420 Wyllie Street Honolulu HI 96817	To provide support to exempt organization	99 0073488	2 500 00
12/3/2015	Gialand Country Day School	55 Cleimont St Denver CO 80220	To provide support to exempt organization	84-0402699	16 666 00
5/29/2015	Great Aloha Run	418 Kuwili Street Suite 102 Honolulu HI 96817	To provide support to exempt organization	99 0314751	10 000 00
7/24/2015	Greenhill Humane Society	88530 Green Hill Road Eugene OR 97402	To provide support to exempt organization	93 0467412	5 000 00
11/18/2015	Hawaii Children's Cancer Foundation	1814 Liliha St Honolulu HI 96817	To provide support to exempt organization	99-0299937	2 500 00
7/27/2015	Hawaii Food Bank	2611 Kiliha Street Honolulu HI 96819 2021	To provide support to exempt organization	99 0220699	10 000 00
1/9/2015	Hawaiian Humane Society Cap Campaign	2700 Wai'alae Ave Honolulu HI 96826	To provide support to exempt organization	99 0073490	100 000 00
12/0/2015	Hawaiian Humane Society Tuxes and Tails	2700 Wai'alae Ave Honolulu HI 96826	To provide support to exempt organization	99 0073490	15 000 00
5/29/2015	Hopelink	P O Box 3577 Redmond WA 98073	To provide support to exempt organization	91 0982116	10 000 00
5/29/2015	Hospice Hawaii	860 Iwilei Road Honolulu HI 96817	To provide support to exempt organization	99 0203930	1 000 00
3/2/2015	Hospice of Hilo	1011 Waianuenue Avenue Hilo HI 96720 2019	To provide support to exempt organization	99 0218512	10 000 00
5/29/2015	HUGS	3636 Kilauea Avenue Honolulu HI 96816	To provide support to exempt organization	99 0257743	2 000 00
5/29/2015	Humane Society King County (Lexus Fund)	13212 S E Eastgate Way Bellevue WA 98005	To provide support to exempt organization	91 0282060	10 000 00
5/22/2015	Humane Society Seattle	13212 S E Eastgate Way Bellevue WA 98005	To provide support to exempt organization	91 0282060	200 000 00
12/23/2015	Humane Society Seattle	13212 S E Eastgate Way Bellevue WA 98005	To provide support to exempt organization	91-0282060	80 000 00
7/27/2015	Hydrocephalus Association	4340 East West Highway Ste 905 Bethesda MD 20814	To provide support to exempt organization	94 3000301	3 000 00
2/11/2015	Junior Achievement of Hawaii Inc	1888 Kalakaua Avenue Ste C 612 Honolulu HI 96815	To provide support to exempt organization	99 0088861	3 000 00
5/29/2015	Juvenile Diabetes Research Foundation Hawaii Branch	825 Keeaumoku St #208A Honolulu HI 96814	To provide support to exempt organization	51-0150028	2 500 00
7/24/2015	Kauai Humane Society	PO Box 3330 Lihue HI 96766	To provide support to exempt organization	99 0073490	2 000 00
12/8/2015	Life Christian School & Academy	1717 South Union Tacoma WA 98405	To provide support to exempt organization	71 0942420	5 000 00
7/27/2015	Little Bit Therapeutic Riding Center	19802 NE 148th Street Woodinville WA 98077	To provide support to exempt organization	91 1012131	1 500 00
7/27/2015	Lupus Research Institution	330 Seventh Avenue Suite 1701 New York New York 10001	To provide support to exempt organization	06 1565950	10 000 00
3/31/2015	Make a Wish Foundation	P O Box 1877 Honolulu HI 96805	To provide support to exempt organization	99 0220777	15 000 00
8/17/2015	March of Dimes	1451 So King St PH 504 Honolulu HI 96814	To provide support to exempt organization	13 1846366	5 000 00
4/1/2015	Maryknoll School Kekumano Dinner	1526 Alexander Street Honolulu HI 96822	To provide support to exempt organization	99-0110569	5 000 00
4/6/2015	Mississippi School for the Deaf	1253 East Overdrive Jackson MS 39211	To provide support to exempt organization		2 000 00
11/19/2015	National Christian Foundation	650 Town Center Drive Ste 810 Costa Mesa CA 92630	To provide support to exempt organization	58 1493949	25 000 00
10/15/2015	Northwest Harvest	PO Box 1227 Seattle WA 98102	To provide support to exempt organization	91-0826037	10 000 00
5/29/2015	OPERATION SMILE	6435 Tidewater Drive Norfolk VA 23509	To provide support to exempt organization	54 1460147	10 000 00
5/29/2015	Overlake Hospital Foundation	1035 166th Avenue NE Bellevue WA 98004	To provide support to exempt organization	91 1050325	10 000 00
10/29/2015	Pacific Aviation Museum Pearl Harbor	P O Box 29988 Honolulu HI 96820 2388	To provide support to exempt organization	99-0337979	2 500 00
7/24/2015	Pacific Aviation Museum Pearl Harbor	P O Box 29988 Honolulu HI 96820 2388	To provide support to exempt organization	99 0337979	1 000 00
7/27/2015	Paddle for Life	95 Mahalanui St #8 Wailuku HI 96793	To provide support to exempt organization	51 0548338	1 000 00
5/29/2015	Pasado's Safe Haven	P O Box 171 Sultan WA 98294	To provide support to exempt organization	91 1843707	10 000 00
5/29/2015	PAWS	P O Box 1037 Lynnwood WA 98046	To provide support to exempt organization	91-6073154	5 000 00
7/27/2015	Prevent Child Abuse Hawaii (BRUNCH W/SANTA)	P O Box 147 Honolulu Hawaii 96810	To provide support to exempt organization	99 0223044	2 500 00
7/27/2015	Ronald McDonald House Charities Hawaii	P O Box 61777 Honolulu HI 96839 1777	To provide support to exempt organization	99 0222124	5 000 00
7/27/2015	Ronald McDonald House Charities Seattle	5130 40th Avenue N E Seattle WA 98105	To provide support to exempt organization	91-1061043	5 000 00
10/29/2015	Seattle Humane Society	13212 S E Eastgate Way Bellevue WA 98005	To provide support to exempt organization	91 0282060	500 00
5/22/2015	Seattle Humane Society Tuxes & Tails 2015	13212 S E Eastgate Way Bellevue WA 98005	To provide support to exempt organization	91 0282060	8 174 00
3/2/2015	Seattle Nativity School	PO Box 20730 Seattle WA 98102	To provide support to exempt organization	45-3088244	50 000 00
10/15/2015	Seattle's Union Gospel Mission	PO Box 202 Seattle WA 98111-0202	To provide support to exempt organization	91 0595029	5 000 00
5/29/2015	Senior Services Meals on Wheels Program (Seattle)	2208 2nd Avenue Suite 100 Seattle WA 98121 2055	To provide support to exempt organization	91 0823767	10 000 00
5/29/2015	St Jude Children's Research Hospital	501 St Jude Place Memphis TN 38105	To provide support to exempt organization	62-0646012	10 000 00
3/2/2015	Teach for America Hawaii	500 Ala Moana Blvd Suite 3 400 Honolulu HI 96813	To provide support to exempt organization	13 3541913	10 000 00
5/29/2015	The 5th Avenue Theatre	1326 5th Avenue Suite 735 Seattle WA 98101	To provide support to exempt organization	91 1087612	5 000 00
5/29/2015	The Coalition to Salute America's Heroes	PO Box 96860 Washington DC 20077	To provide support to exempt organization	52 1351773	5 000 00
10/15/2015	The Salvation Army	PO Box 30040 Honolulu HI 96820 0040	To provide support to exempt organization	58 0660607	5 000 00
10/15/2015	The USO	PO Box 96860 Washington DC 20077	To provide support to exempt organization	13 1610451	1 000 00
4/27/2015	Tunica Humane Society	PO Box 236 Tunica MS 38676	To provide support to exempt organization	26 3100061	2 000 00
10/15/2015	Tunica Humane Society	PO Box 236 Tunica MS 38676	To provide support to exempt organization	26-3100061	2 000 00
11/18/2015	WAIF	P O Box 1108 Coupeville WA 98239	To provide support to exempt organization	91 1488861	1 500 00
5/29/2015	Wounded Warrior Project	7020 A C Skinner Pkwy Suite 100 Jacksonville FL 32256	To provide support to exempt organization	20 2370934	10 000 00
					1,045,840 00

SCHULER FAMILY FOUNDATION**EIN: 99-0316347****2015 FORM 990-PF****PART II - ATTACHMENT A**

Line 10a: US & State Obligations		
Descriptions	Ending Book Value	Ending FMV
Fed Farm Credit Bank	\$14,978	\$14,974
Fed Home Loan Bank	\$16,574	\$17,423
FHLMC DTD	\$20,074	\$20,002
FHLMC Med Term Note	\$15,000	\$14,912
FNMA CMO	\$6,396	\$6,165
FNMA DTD 1/7/13-2/8/18	\$25,127	\$24,836
FNMA DTD 4/19/12-5/27/15	None	None
FNMA DTD 12/30/14-12/30/19	None	None
FNMA DTD 10/29/15-10/29/20	\$25,000	\$24,745
FNMA pool #535631	None	None
FNMA pool #Ad1656	\$16,298	\$16,982
FNMA pool #Ma0457	\$11,018	\$11,465
FNMA pool #256116	\$7,959	\$8,464
FNMA pool #889572	\$3,377	\$3,502
GNMA pool #727889	\$18,807	\$19,457
US Treasury Bonds 4/30/09-4/30/16	None	None
US Treasury Bonds 9/30/10-9/30/15	None	None
US Treasury Notes 1/31/10-1/31/17	\$21,952	\$20,480
US Treasury Notes 2/15/11-2/15/21	\$28,127	\$27,175
US Treasury Notes 2/15/14-2/15/24	\$51,943	\$52,080
US Treasury Notes 2/28/11-2/28/18	\$32,777	\$31,030
US Treasury Notes 3/2/09-2/29/16	\$10,663	\$10,035
US Treasury Notes 3/31/11-3/31/18	\$10,987	\$10,381
US Treasury Notes 4/15/13-4/15/16	None	None
US Treasury Notes 5/15/09-5/15/19	\$22,191	\$21,100
US Treasury Notes 5/15/11-5/15/21	\$22,302	\$21,270
US Treasury Notes 5/15/15-5/15/25	\$35,025	\$34,543
US Treasury Notes 6/30/11-6/30/16	\$25,019	\$25,115
US Treasury Notes 8/15/10-8/15/20	\$21,627	\$20,776
US Treasury Notes 8/15/11-8/15/21	\$14,900	\$15,178
US Treasury Notes 8/15/13-8/15/23	\$40,923	\$41,039
US Treasury Notes 8/15/14-8/15/24	\$10,084	\$10,104
US Treasury Notes 9/30/11-9/30/16	\$29,874	\$30,060
US Treasury Notes 9/30/11-9/30/18	\$19,636	\$20,063
US Treasury Notes 11/15/11-11/15/21	\$20,440	\$20,059
US Treasury Notes 11/15/13-11/15-23	\$30,351	\$31,309
US Treasury Notes 11/15/15-11/15/25	\$9,962	\$9,978
US & State Obligation Totals:	\$639,391	\$634,702

Line 10b: Corporate Stock		
Descriptions	Ending Book Value	Ending FMV

Alpha Nat Resour (ANR)	None	None
American Cap Ltd (ACAS)	\$90,392	\$129,695
Ares Capital Corp (ARCC)	\$590,422	\$717,203
Berkshire Hathaway Inc New	\$167,509	\$164,918
DR Horton Inc (DHI)	\$0	\$7,366,900
Goldman Sachs MLP Engery Infrs Fd	\$148,497	\$165,019
Gold Reserve Inc (GDRZF)	\$0	\$124,882
Ishares Core MSCI Emerging Markets (ETF)	\$135,517	\$129,199
Ishares Intl Sel Div ETF (IDV)	\$127,751	\$119,319
Ishares MSCI EAFE ETF (EFA)	\$563,446	\$553,319
Ishares TR Core MSCI EURO ETF (IEUR)	\$330,919	\$326,304
KCAP FINL INC	\$37,685	\$26,003
Level 3 Comm Inc (LVLTL)	\$43,905	\$75,506
Nuveen All Cap Energy (JMLP)	None	None
Resolute Forest Pr (RFP)	\$476,900	\$303,073
Solar Cap Ltd (SLRC)	\$594,891	\$514,604
SPDR S&P Div ETF (SDY)	\$106,727	\$132,647
Vang FTSE Emerg Mkt ETF (VWO)	None	None
Vang FTSE Europe ETF (VGK)	None	None
Vang Ind Fnd MidCap Grwth ETF (VOT)	\$268,699	\$297,734
Vang Ind Fnd MidCap Val ETF (VOE)	\$274,186	\$294,723
Vang Ind Fnd Sm Cap Grwth ETF (VBK)	\$284,748	\$290,242
Vang Ind Fnd Value ETF (VTV)	\$280,314	\$300,238
Vang Ind Fund Growth ETF (VUG)	\$265,884	\$307,148
Vang Ind Fund Sm Cap Val ETF (VBR)	\$280,828	\$287,816
Vang Intl Eq Ind Fd ETF (VEU)	None	None
Corporate Stock Totals:	\$5,069,219	\$12,626,490

Line 10c: Corporate Bonds		
Descriptions	Ending Book Value	Ending FMV
AbbVie Inc	\$15,015	\$14,512
Affiliated Computer Services	None	None
AFLAC Inc	None	None
Altria Group Inc	\$15,092	\$15,028
Amazon.Com Inc	\$15,221	\$15,434
American Intl Group	\$10,002	\$9,915
Amgen Inc	\$12,086	\$11,025
Aon Corp	\$10,385	\$10,077
Ares Dynamic Cr Strat Fd (ARDC)	\$775,307	\$615,816
Apple Inc	\$20,535	\$20,482
AT&T Inc	\$11,468	\$10,690
Auto Zone	\$10,721	\$10,500
Bank of America Corp	\$20,095	\$20,065
Bank of NY Mellon	\$21,633	\$21,510
Bank of Oklahoma	\$19,758	\$19,916
Berkshire Hathaway	\$9,986	\$10,016
Branch Banking & Trust	\$9,972	\$9,946
Burlington Northern Santa Fe	\$23,509	\$21,033

Cameron Intl Corp	None	None
Campbell Soup Co	\$16,757	\$15,978
Caterpillar Inc	\$16,912	\$17,550
CenterPoint Energy Inc	\$5,835	\$5,217
CIGNA Corp	None	None
Cisco Systems Inc	\$14,973	\$15,419
Citigroup Inc	None	None
Conagra Food Inc	\$10,082	\$9,945
Conocophillips Co	\$9,998	\$9,711
Continental Airlines Inc	\$25,423	\$24,652
Costco Wholesale Corp	\$11,897	\$10,526
Devon Energy Corp	\$11,889	\$10,303
DirecTV Hldg/Fin Inc	None	None
Dollar General Corp	\$9,777	\$9,904
Dow Chemical Co	\$13,533	\$11,787
Duke Energy Corp	\$10,011	\$9,987
Eaton Vance LTD Duration Income Fund	\$193,587	\$193,901
Ford Motor Credit Co LLC	\$19,924	\$19,716
General Electric Cap Corp DTD	\$100,652	\$100,832
General Electric Cap Corp Med Trm	\$15,232	\$15,250
General Electric Cap Corp Med Trm	\$20,000	\$19,694
Gilead Sciences Inc	\$16,178	\$16,229
Glaxosmithkline Cap Inc	\$9,899	\$9,971
Goldman Sachs Group Inc	\$10,503	\$11,443
Goldman Sachs Group Inc	\$19,988	\$19,943
Halliburton Company	\$17,706	\$16,882
Hess Corp	None	None
Ingram Micro Inc	None	None
Intel Corp	\$20,587	\$20,716
John Deere Capital Corp	\$15,713	\$15,083
JP Morgan Chase & Co DTD	\$10,000	\$10,021
JP Morgan Chase & Co Med Trm Nt	\$15,915	\$15,155
JP Morgan Chase & Co NTS	\$200,829	\$203,134
Kimberly-Clark Corp	\$14,991	\$14,795
Kinder Morgan Energy Partners	None	None
Lincoln National Corp	\$13,092	\$12,010
McDonalds's Corp	\$14,972	\$14,728
Merck & Co Inc	\$11,942	\$11,033
MetLife Inc	\$25,017	\$22,523
Mosaic Co	\$9,943	\$10,027
Murphy Oil Corp	\$9,957	\$9,172
Nuveen Credit Strategies Income Fund	\$89,393	\$87,283
Nuveen Senior Income Fund	\$44,821	\$47,124
Nuveen Global High Income Fd	\$46,720	\$46,441
NetApp Inc	\$14,984	\$14,647
Pepsico Inc	\$4,994	\$5,067
Pharmacia Corp	\$18,674	\$16,920
Pimco Dynamic Cr Income Fd (PCI)	None	\$90,150

Plains Exploration & Pro	None	None
Principal Financial Group Inc	\$26,286	\$23,931
Prudential Financial Inc	\$12,793	\$11,605
Sherwin-Williams Co	\$9,987	\$9,915
State Street Corp	\$10,574	\$10,492
Symantec Corp	\$5,116	\$5,163
Toyota Motor Credit Corp	None	None
UnitedHealth Group Inc	\$9,982	\$10,045
UnitedHealth Group Inc	None	None
US Bancorp	\$9,993	\$10,205
US Bank NA Cincinnati	\$9,991	\$9,991
Ventas Realty Lp/Cap Crp	\$10,178	\$9,861
Verizon Communications	\$14,908	\$16,056
Wells Fargo & Company	\$10,050	\$10,056
Wells Fargo Bk	None	None
Corporate Bonds Totals:	\$2,293,944	\$2,204,154

Line 13: Investments Other		
Descriptions	Ending Book Value	Ending FMV
Alphakeys Euro Real Est Oportunities	\$389,993	\$391,793
Astrazeneca PLC	\$18,036	\$16,066
Barclays Bank PLC	\$18,549	\$17,053
Blackrock Glb All Fd Inc Inst (MALOX)		
Blackstone Str All Offsh Fnd in Esc	\$0	\$18
Blackstone Str All Offsh Fnd Ltd Fd	\$1,091,061	\$1,166,789
BP Capital Mkts PLC	\$15,839	\$15,073
CA State GO	\$23,697	\$23,926
Deutsche Bank AG	\$9,995	\$10,075
Meridian Diversified Fund LP SPV	\$0	\$51,162
MA State GO	\$33,000	\$32,308
Madison WI GO	\$35,000	\$35,501
Mainstay Marketfld Fnd CI I (MFLDX)		
MHF Special Investments	\$51,251	\$51,251
NY NY GO	\$22,238	\$22,743
PA State GO	\$27,670	\$27,260
Rio Tinto	\$10,035	\$11,674
Royal Bank of Canada	\$14,985	\$14,853
Schlumberger Investment	\$10,071	\$10,145
Silver Creek Low Vol Str. LP	\$35,438	\$35,438
TEVA Pharmaceutical FIN BV	\$10,258	\$10,062
Alphakeys Real Est Opp (Frmly UBS RE Opp III)	\$620,558	\$645,446
Investments Other Totals:	\$2,437,674	\$2,588,636