

For calendar year 2015, or tax year beginning 05-01-2015 , and ending 04-30-2016

Name of foundation FP Worthen Foundation		A Employer identification number 04-6050139
Number and street (or P O box number if mail is not delivered to street address) 3 East Spit Brook Road	Room/suite	B Telephone number (see instructions) (603) 888-5443
City or town, state or province, country, and ZIP or foreign postal code Nashua, NH 03060		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 ☒ 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) \$ 983,104	J Accounting method ☐ 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) (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)				
	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	13,819	13,819		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	-66,331			
	b Gross sales price for all assets on line 6a _____ 519,646				
	7 Capital gain net income (from Part IV , line 2)		0		
	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)				
	12 Total. Add lines 1 through 11	-52,512	13,819		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	2,863	2,863		0
	c Other professional fees (attach schedule)	7,359	7,359		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,674	174		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	110	0		0
	24 Total operating and administrative expenses. Add lines 13 through 23	14,006	10,396		0
	25 Contributions, gifts, grants paid	64,000			64,000
	26 Total expenses and disbursements. Add lines 24 and 25	78,006	10,396		64,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-130,518			
	b Net investment income (if negative, enter -0-)		3,423		
	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			
	2	Savings and temporary cash investments	173,032	180,422	180,422
	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)			
	b	Investments—corporate stock (attach schedule)	967,650	802,682	802,682
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	1,140,682	983,104	983,104	
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	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	962,510	935,450	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	178,172	47,654	
	30	Total net assets or fund balances(see instructions)	1,140,682	983,104	
31	Total liabilities and net assets/fund balances(see instructions)	1,140,682	983,104		

Part III Analysis of Changes in Net Assets or Fund Balances					
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,140,682		
2	Enter amount from Part I, line 27a	2	-130,518		
3	Other increases not included in line 2 (itemize) ▶ _____	3	0		
4	Add lines 1, 2, and 3	4	1,010,164		
5	Decreases not included in line 2 (itemize) ▶ _____	5	27,060		
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	983,104		

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 (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	Morgan Stanley - see attached	P		
b	Morgan Stanley - see attached	P		
c	Capital Gains Dividends	P		
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 255,935		317,270	-61,335
b 224,089		268,707	-44,618
c 39,622			39,622
d			
e			

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
a			-61,335
b			-44,618
c			39,622
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	-66,331
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	61,504	1,161,096	0 052971
2013	52,000	1,154,060	0 045058
2012	53,000	1,104,347	0 047992
2011	54,567	1,118,182	0 048800
2010	49,796	1,094,844	0 045482

2 Total of line 1, column (d).	2	0 240303
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 048061
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	1,047,398
5 Multiply line 4 by line 3.	5	50,339
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	34
7 Add lines 5 and 6.	7	50,373
8 Enter qualifying distributions from Part XII, line 4.	8	64,000

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

Part 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

3,437

b

Exempt foreign organizations—tax withheld at source

6b

c

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

6c

d

Backup withholding erroneously withheld

6d

7

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

7

3,437

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

3,403

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** ☐ 3,403 **Refunded** ☐

11

0

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 ☐ \$ _____ 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? <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		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
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) ☐ MA, NH _____			
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 ▶ N/A	13	Yes	
14	The books are in care of ▶ David S Worthen Telephone no ▶ (603) 888-5443 Located at ▶ 3 East Spit Brook Road Nashua NH ZIP+4 ▶ 03060			
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	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	No 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015).	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
Helen W Berns 3 East Spit Brook Road Nashua, NH 03060	President/Trustee 1 00	0	0	0
David S Worthen 3 East Spit Brook Road Nashua, NH 03060	Treasurer/Trustee 1 00	0	0	0
Susan B Worthen 3 East Spit Brook Road Nashua, NH 03060	Trustee 1 00	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) 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 (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services. 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	
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	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	937,795
b	Average of monthly cash balances.	1b	125,553
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,063,348
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	1,063,348
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	15,950
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,047,398
6	Minimum investment return. Enter 5% of line 5.	6	52,370

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	52,370
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	34
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	34
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	52,336
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	52,336
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	52,336

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	64,000
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	64,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	34
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	63,966

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				52,336
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			49,057	
b Total for prior years 20____, 20____, 20____		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 ► \$ 64,000				
a Applied to 2014, but not more than line 2a			49,057	
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.				14,943
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				37,393
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 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				

Part XIV

--

b Check box to indicate whether the organiza

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

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

--	--	--	--	--

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 e-mail address of the person to whom applications should be addressed

David S Worthen Trustee
3 East Spit Brook Road
Nashua, NH 03060
(603) 888-5443

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

Written application which consists of a brief statement indicating need and intended use of funds

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	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 Paid during the year See Additional Data Table				
Total			▶ 3a	64,000
b Approved for future payment				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2015)

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

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
--------------------------	--------------------------	---------------------------------

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

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 Joseph F Lanzi	Preparer's Signature	Date 2017-02-28	Check if self-employed ☐	PTIN P00366785
	Firm's name ☐ Tonneson & Company PC			Firm's EIN ☐ 04-2943536	
	Firm's address ☐ 401 Edgewater Place Suite 300 Wakefield, MA 018806208			Phone no. ☐ (781) 245-9999	

Form 990PF Part XV Line 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 Paid during the year				
Hope for Recovery PO Box 358 Manchester,NH 03105	None	Non-profit organizat	To support general operations	11,000
Boys & Girls Club of Greater Nashua 1 Positive Place Nashua,NH 03060	None	Non-profit organizat	To support general operations	10,000
Brooks School 1160 Great Pond Road North Andover,MA 01845	None	Non-profit organizat	To support general operations	500
Dublin School Inc 18 Lehmann Way Dublin,NH 03444	None	Non-profit organizat	To support general operations	500
Hurricane Island Foundation Commercial Street Rockland,ME 04841	None	Non-profit organizat	To support general operations	2,000
Hurricane Island Outward Bound School 41 Mechanic St 313 Camden,ME 04843	None	Non-profit organizat	To support general operations	6,000
Landmark School Inc 429 Hale Street Beverly,MA 01965	None	Non-profit organizat	To support general operations	1,500
Marguerite's Place 87 Palm Street Nashua,NH 03060	None	Non-profit organizat	To support general operations	2,000
MGH Cancecer Center 55 Fruit Street Boston,MA 02114	None	Non-profit organizat	To support general operations	5,000
Saint Michael's College One Winooski Park Colchester,VT 05439	None	Non-profit organizat	To support general operations	2,000
Windy Row Learning Center Union Street Peterborough,NH 03458	None	Non-profit organizat	To support general operations	500
Childrens Wish Foundation 8615 Roswell Road Atlanta,GA 30350	None	Non-profit organizat	To support general operations	1,000
St Paul's Lutheran Church 818 Franklin Street Michigan City,IN 46360	None	Non-profit organizat	To support general operations	5,000
Habitat for Humanity 60 Island Street Lawrence,MA 01840	None	Non-profit organizat	To support general operations	5,000
Harbor Homes 45 High Street Nashua,NH 03060	None	Non-profit organizat	To support general operations	5,000
Total ▶ 3a				64,000

Form 990PF Part XV Line 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>				
Nashua Soup Kitchen 2 Quincy Street Nashua, NH 03060	None	Non-profit organizat	To support general operations	4,000
MCI (Memphramagog Conservation Inc) CP 70 Magog, Quebec J1X 3W7 CA	None	Non-profit organizat	To support general operations	2,000
Renaissance Charitable Foundation Inc 6100 W 96th Street Suite 105 Indianapolis, IN 46278	None	Non-profit organizat	To support general operations	1,000
Total ▶ 3a				64,000

TY 2015 Accounting Fees Schedule**Name:** FP Worthen Foundation**EIN:** 04-6050139

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tax and Accounting Fees	2,863	2,863		0

TY 2015 Investments Corporate Stock Schedule**Name:** FP Worthen Foundation**EIN:** 04-6050139

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Investments - Morgan Stanley	802,682	802,682

TY 2015 Other Decreases Schedule**Name:** FP Worthen Foundation**EIN:** 04-6050139

Description	Amount
Change in Unrealized Gain/Loss	27,060

TY 2015 Other Expenses Schedule**Name:** FP Worthen Foundation**EIN:** 04-6050139

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
State Filing Fees	110	0		0

TY 2015 Other Professional Fees Schedule

Name: FP Worthen Foundation

EIN: 04-6050139

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Advisory Fees	7,359	7,359		0

TY 2015 Taxes Schedule

Name: FP Worthen Foundation

EIN: 04-6050139

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign Taxes paid	174	174		0
Excise Taxes	3,500	0		0

F.P. Worthen Foundation
April 30, 2016
Capital Gains Summary

Account	Description	Acquired	Sold	Proceeds	Basis	Gain (Loss)	Type
707-031330-848	1 000 Blackrock Inc	07/31/12	06/02/15	363 91	171 27		LT
707-031330-848	1 000 Blackrock Inc	07/31/12	06/04/15	359 16	171 27		LT
707-031330-848	8 000 EOG Resources Inc	07/15/13	06/22/15	704 73	578 28		LT
707-031330-848	10 000 Comcast Corp (New) Class A	02/14/13	07/06/15	622 45	401 38		LT
707-031330-848	5 000 Blackrock Inc	07/31/12	08/13/15	1,633 12	856 35		LT
707-031330-848	12 000 Comcast Corp (New) Class A	02/14/13	02/29/16	698 16	481 65		LT
707-031330-848	10 000 Comcast Corp (New) Class A	07/15/13	02/29/16	581 80	444 22		LT
707-031330-848	32 000 CVS Health Corp Com	04/23/15	04/28/16	3,247 59	3,230 97		LT
707-129364-848	29 104 Ivy Asset Strategy I	07/27/12	06/30/15	750 00	701 70		LT
707-129364-848	13 923 Matthews Pacific Tiger Fund	12/18/09	06/30/15	400 00	260 22		LT
707-129364-848	1644 000 Alerian MLP ETF	07/27/12	09/10/15	23,245 90	23,783 23		LT
707-129364-848	883 860 IVY Asset Strategy I	07/27/12	09/10/15	20,700 00	21,309 86		LT
707-129364-848	16 202 IVY Asset Strategy I	07/27/12	09/30/15	372 48	390 63		LT
707-129364-848	16 421 IVY Asset Strategy I	12/13/12	09/30/15	377 52	420 87		LT
707-129364-848	16 529 Matthews Pacific Tiger Fund	12/18/09	09/30/15	400 00	308 93		LT
707-129364-848	7506 053 Pimco All Asset All Auth P	07/27/12	09/10/15	62,000 00	80,840 12		LT
707-129364-848	19 944 AMG Yacktman Focused SVC	01/13/14	10/28/15	500 00	493 61		LT
707-129364-848	25 050 Blackrock Global Allocation I	10/09/09	10/28/15	500 00	446 80		LT
707-129364-848	9 337 First Eagle Global I	10/09/09	10/28/15	500 00	372 86		LT
707-129364-848	60 827 PIMCO All Asset All AUTH P	07/27/12	10/28/15	500 00	655 11		LT
707-129364-848	19 928 AMG Yacktman Focused SVC	01/13/14	11/25/15	500 00	493 22		LT
707-129364-848	25 202 Blackrock Golbal Allocation	10/09/09	11/25/15	500 00	449 51		LT
707-129364-848	9 381 First Eagle Global I	10/09/09	11/25/15	500 00	374 62		LT
707-129364-848	6031 598 PIMCO All Asset All Auth P	07/27/12	11/05/15	49,519 36	64,960 25		LT
707-129364-848	104 499 PIMCO All Asset All Auth P	08/23/12	11/05/15	857 94	1,110 82		LT
707-129364-848	171 203 PIMCO All Asset All Auth P	09/20/12	11/05/15	1,405 57	1,908 91		LT
707-129364-848	22 105 PIMCO All Asset All Auth P	09/20/12	11/05/15	181 48	246 91		LT
707-129364-848	802 872 PIMCO All Asset All Auth P	12/27/12	11/05/15	6,591 57	8,976 11		LT
707-129364-848	205 074 PIMCO All Asset All Auth P	12/31/12	11/05/15	1,683 66	2,274 27		LT
707-129364-848	212 822 PIMCO All Asset All Auth P	03/21/13	11/05/15	1,747 27	2,326 14		LT
707-129364-848	201 283 PIMCO All Asset All Auth P	06/20/13	11/05/15	1,652 53	2,059 12		LT
707-129364-848	210 595 PIMCO All Asset All Auth P	09/19/13	11/05/15	1,728 98	2,173 34		LT
707-129364-848	843 470 PIMCO All Asset All Auth P	12/30/13	11/05/15	6,924 88	8,367 21		LT
707-129364-848	131 293 PIMCO All Asset All Auth P	06/19/13	11/05/15	1,077 91	1,361 51		LT
707-129364-848	139 950 PIMCO All Asset All Auth P	09/18/14	11/05/15	1,148 99	1,406 50		LT
707-129364-848	25 013 AMG Yacktman Focused SVC	01/16/14	12/29/15	500 00	619 07		LT
707-129364-848	27 732 Blackrock Global Allocation I	10/09/09	12/29/15	500 00	494 64		LT
707-129364-848	9 595 First Eagle Global I	10/09/09	12/29/15	500 00	383 16		LT
707-129364-848	33 678 IVY Asset Strategy I	12/13/12	12/30/15	750 00	863 16		LT
707-129364-848	17 014 Matthews Pacific Tiger Fund	12/18/09	12/30/15	400 00	317 99		LT
707-129364-848	26 511 AMG Yacktman Focused SVC	01/13/14	01/27/16	500 00	656 15		LT
707-129364-848	29 291 Blackrock Golbal Allocation I	10/09/09	01/27/16	500 00	522 45		LT
707-129364-848	10 254 First Eagle Global I	10/09/09	01/27/16	500 00	409 48		LT
707-129364-848	25 562 AMG Yacktman Focused SVC	01/13/14	02/25/16	500 00	632 66		LT
707-129364-848	29 138 Blackrock Golbal Allocation I	10/09/09	02/25/16	500 00	519 72		LT
707-129364-848	9 819 First Eagle Global I	10/09/09	02/25/16	500 00	392 11		LT
707-129364-848	85 770 IVY Asset Strategy I	12/13/12	02/04/16	1,814 03	2,198 28		LT
707-129364-848	25 450 IVY Asset Strategy I	12/12/13	02/04/16	538 27	793 54		LT
707-129364-848	1407 797 IVY Asset Strategy I	02/21/14	02/04/16	29,774 89	45,500 00		LT
707-129364-848	922 099 IVY Asset Strategy I	12/11/14	02/04/16	19,502 38	23,965 34		LT
707-129364-848	36 817 IVY Asset Strategy I	12/11/14	02/04/16	778 68	956 87		LT
707-129364-848	24 343 AMG Yacktman Focused SVC	01/13/14	03/29/16	500 00	602 49		LT
707-129364-848	28 043 Blackrock Global Allocation I	10/09/09	03/29/16	500 00	500 19		LT
707-129364-848	9 360 First Eagle Global I	10/09/09	03/29/16	500 00	373 78		LT
707-129364-848	16 956 Matthews Pacific Tiger Fund	12/18/09	03/31/16	400 00	316 91		LT

707-129364-848	23 889 AMG Yacktmann Focused SVC	01/13/14	04/27/16	500 00	591 25		LT
707-129364-848	27 488 Blackrock Global Allocation I	10/09/09	04/27/16	500 00	490 29		LT
707-129364-848	9 088 First Eagle Global I	10/09/09	04/27/16	500 00	362 92		LT
TOTAL LONG-TERM				<u>255,935.21</u>	<u>317,270.22</u>	<u>(61,335.01)</u>	
707-129359-848	35 00 PALL Corporation	04/24/15	05/13/15	4,344 99	3,399 91		ST
707-129359-848	178 000 Cablevision Systems Corp	04/24/15	09/17/15	5,829 69	3,544 87		ST
707-129359-848	42 000 ADT Corporation Com	04/24/15	01/19/16	1,200 03	1,696 49		ST
707-129359-848	21 000 Allergan PLC SHS	04/24/15	01/19/16	6,091 80	6,247 28		ST
707-129359-848	15 000 AMC Networks INC CL A	04/24/15	01/19/16	1,085 62	1,159 42		ST
707-129359-848	63 000 Anadarko Pete	04/24/15	01/19/16	1,932 93	5,871 46		ST
707-129359-848	14 000 Anadarko Pete	08/24/15	01/19/16	429 54	927 58		ST
707-129359-848	50 000 Anadarko Pete	01/12/16	01/19/16	1,534 08	1,852 38		ST
707-129359-848	55 000 Autodesk Inc Delaware	04/24/15	01/19/16	2,601 60	3,453 90		ST
707-129359-848	10 000 Biogen Inc Com	04/24/15	01/19/16	2,662 85	4,046 67		ST
707-129359-848	4 000 Biogen Inc Com	08/24/15	01/19/16	1,065 14	1,154 09		ST
707-129359-848	3 000 Biogen Inc Com	09/22/15	01/19/16	798 85	883 80		ST
707-129359-848	25 000 Broadcom Corp CL A	04/24/15	01/14/16	1,334 85	1,122 04		ST
707-129359-848	51 000 Broadcom Corp CL A	04/24/15	01/19/16	2,701 05	2,288 97		ST
707-129359-848	34 000 Citrix Systems Inc	04/24/15	01/19/16	2,229 52	2,270 57		ST
707-129359-848	137 000 Comcast Corp (New) Class A	04/24/15	01/19/16	7,384 16	8,027 04		ST
707-129359-848	107 000 CREE Research Inc	04/24/15	01/19/16	2,590 35	3,447 95		ST
707-129359-848	36 000 Discovery Communications SER A	05/12/15	01/19/16	919 88	1,154 88		ST
707-129359-848	20 000 Discovery Communications SER A	09/29/15	01/19/16	511 05	535 61		ST
707-129359-848	27 000 Dolby CLA A COM STK	04/24/15	01/19/16	833 69	1,103 75		ST
707-129359-848	57 000 Fluor Corp New	04/24/15	01/19/16	2,332 14	3,413 75		ST
707-129359-848	86 000 Freeport-McMoroan Inc	04/24/15	01/19/16	338 39	1,806 37		ST
707-129359-848	124 000 Freeport-McMoran Inc	09/22/15	01/19/16	487 90	1,294 45		ST
707-129359-848	112 000 Immunogen Inc	04/24/15	01/19/16	1,006 86	1,058 79		ST
707-129359-848	17 000 Ionis Pharmaceuticals Inc	04/24/15	01/19/16	671 67	1,153 77		ST
707-129359-848	37 000 L-3 Communications Holding Inc	04/24/15	01/19/16	4,064 97	4,575 98		ST
707-129359-848	3 000 Liberty Broadband Corp S-A	04/24/15	01/19/16	142 21	159 75		ST
707-129359-848	6 000 Liberty Broadband Corp S-C	04/24/15	01/19/16	285 43	319 70		ST
707-129359-848	9 000 Liberty Inter Co Venture SER A	04/24/15	01/19/16	351 44	389 56		ST
707-129359-848	78 000 Liberty Interactive Corp QVC A	04/24/15	01/19/16	1,946 26	2,289 61		ST
707-129359-848	14 000 Liberty Media Corp SER A	04/24/15	01/19/16	483 03	546 26		ST
707-129359-848	30 000 Liberty Media Corp SER C	04/24/15	01/19/16	992 15	1,155 88		ST
707-129359-848	22 000 Medtronics PLC SHS	04/24/15	01/19/16	1,630 23	1,719 92		ST
707-129359-848	41 000 National Oilwell Varco Inc	04/24/15	01/19/16	1,190 79	2,247 98		ST
707-129359-848	50 000 Now Inc	04/24/15	01/19/16	637 76	1,143 91		ST
707-129359-848	77 000 Nuance Communications	04/24/15	01/19/16	1,386 22	1,178 55		ST
707-129359-848	71 000 Nucor Corporation	04/24/15	01/19/16	2,470 25	3,431 53		ST
707-129359-848	28 000 Pentair PLC	04/24/15	01/19/16	1,223 53	1,715 89		ST
707-129359-848	50 000 Sandisk Corp	04/24/15	01/19/16	3,510 44	3,400 92		ST
707-129359-848	8 000 Sandisk Corp	08/18/15	01/19/16	561 67	455 84		ST
707-129359-848	78 000 Seagate Technology PLC	04/24/15	01/19/16	2,294 72	4,540 98		ST
707-129359-848	15 000 Seagate Technology PLC	07/22/15	01/19/16	441 29	730 64		ST
707-129359-848	17 000 Seagate Technology PLC	10/20/15	01/19/16	500 13	655 24		ST
707-129359-848	15 000 Starz Series A	04/24/15	01/19/16	459 81	566 40		ST
707-129359-848	67 000 TE Connectivity LTD New	04/24/15	01/19/16	3,686 00	4,616 94		ST
707-129359-848	5 000 TE Connectivity LTD New	07/22/15	01/19/16	275 07	310 04		ST
707-129359-848	20 000 Twitter Inc	09/28/15	01/19/16	331 32	504 75		ST
707-129359-848	43 000 Twitter Inc	12/03/15	01/19/16	712 35	1,105 93		ST
707-129359-848	25 000 Twitter Inc	12/08/15	01/19/16	414 16	618 48		ST
707-129359-848	38 000 Twitter Inc	01/13/16	01/19/16	629 52	713 86		ST
707-129359-848	26 000 Twitter Inc	01/14/16	01/19/16	430 72	485 27		ST
707-129359-848	81 000 TYCO INTL PLC SHS	04/24/15	01/19/16	2,446 34	3,305 20		ST
707-129359-848	58 000 Unitedhealth GP INC	04/24/15	01/19/16	6,504 48	6,887 68		ST
707-129359-848	16 000 Vertex Pharmaceuticals	04/24/15	01/19/16	1,492 37	2,160 30		ST
707-129359-848	405 000 Weatherford INTL LTD	04/24/15	01/19/16	2,385 40	5,712 48		ST
707-129359-848	7 000 Western Digital Corporation	11/04/15	01/14/16	352 11	478 54		ST

707-129359-848	8 000 Western Digital Corporation	11/04/15	01/19/16	365 64	541 05		ST
707-129359-848	1 000 Western Digital Corporation	11/04/15	01/19/16	45 70	68 36		ST
707-129359-848	10 000 Western Digital Corporation	12/03/15	01/19/16	457 04	631 21		ST
707-129359-848	8 000 Western Digital Corporation	12/11/15	01/19/16	365 64	494 37		ST
707-031330-848	2 000 Shire PLC ADR	04/23/15	05/06/15	474 68	510 61		ST
707-031330-848	100 000 Sumitomo Mitsui FINL Group Inc	04/23/15	05/15/15	851 07	874 88		ST
707-031330-848	4 000 Bristow Group Inc	04/23/15	06/01/15	227 72	247 56		ST
707-031330-848	4 000 Bristow Group Inc	04/23/15	06/18/15	216 00	247 56		ST
707-031330-848	5 000 EOG Resources Inc	04/23/15	06/22/15	440 45	495 77		ST
707-031330-848	16 000 Jarden Corp	04/23/15	06/02/15	848 87	855 90		ST
707-031330-848	4 000 Ryanair HLDGS PLC ADR	04/23/15	06/08/15	274 66	267 49		ST
707-031330-848	19 000 Yahoo Inc	04/23/15	06/02/15	826 35	832 50		ST
707-031330-848	12 000 Yahoo Inc	04/23/15	06/23/15	487 56	525 79		ST
707-031330-848	9 000 Jarden Corp	04/23/15	07/06/15	465 26	481 44		ST
707-031330-848	9 000 Jarden Corp	04/23/15	07/10/15	471 43	481 44		ST
707-031330-848	8 000 Jarden Corp	04/23/15	07/15/15	437 19	427 95		ST
707-031330-848	9 000 Jarden Corp	04/23/15	07/23/15	499 63	481 44		ST
707-031330-848	4 000 Shire PLC ADR	04/23/15	07/22/15	1,027 33	1,021 22		ST
707-031330-848	11 000 Yahoo Inc	04/23/15	07/10/15	417 66	481 98		ST
707-031330-848	16 000 Yahoo Inc	04/23/15	07/14/15	620 47	701 06		ST
707-031330-848	16 000 Yahoo Inc	04/23/15	07/15/15	614 16	701 06		ST
707-031330-848	4 000 Allergan PLC SHS	04/23/15	08/03/15	1,335 29	1,188 57		ST
707-031330-848	9 000 Biogen Inc Com	04/23/15	08/11/15	2,832 12	3,868 46		ST
707-031330-848	1 000 Blackrock Inc	04/23/15	08/13/15	326 63	370 77		ST
707-031330-848	16 000 Bristow Group Inc	04/23/15	08/17/15	621 20	990 23		ST
707-031330-848	10 000 Bristow Group Inc	04/23/15	08/20/15	350 69	618 89		ST
707-031330-848	8 000 Bristow Group Inc	04/23/15	08/26/15	277 09	495 11		ST
707-031330-848	10 000 Bristow Group Inc	07/27/15	08/26/15	346 36	445 48		ST
707-031330-848	7 000 Orix Corp	04/23/15	08/25/15	454 69	571 62		ST
707-031330-848	4 000 Orix Corp	05/07/15	08/25/15	259 83	309 51		ST
707-031330-848	4 000 Biogen Inc Com	04/23/15	09/28/15	1,097 48	1,719 32		ST
707-031330-848	11 000 Bristow Group Inc	07/27/15	09/14/15	316 18	490 03		ST
707-031330-848	19 000 Bristow Group Inc	07/27/15	09/17/15	594 64	846 42		ST
707-031330-848	11 000 Bristow Group Inc	07/27/15	09/21/15	340 43	490 03		ST
707-031330-848	9 000 Bristow Group Inc	09/16/15	09/21/15	278 53	277 46		ST
707-031330-848	3 000 Orix Corp	05/07/15	09/01/15	197 22	232 14		ST
707-031330-848	7 000 Orix Corp	05/15/15	09/01/15	460 17	545 87		ST
707-031330-848	8 000 Ryanair HLDGS PLC ADR	04/23/15	09/01/15	619 89	534 98		ST
707-031330-848	8 000 Ryanair HLDGS PLC ADR	04/23/15	09/14/15	650 02	534 98		ST
707-031330-848	16 000 Toyota Motor CP ADR New	04/23/15	09/11/15	1,864 14	2,258 00		ST
707-031330-848	7 000 Toyota Motor CP ADR New	04/23/15	09/14/15	813 80	987 87		ST
707-031330-848	3 000 Biogen Inc Com	04/23/15	10/02/15	862 09	1,289 49		ST
707-031330-848	1 000 Biogen Inc Com	04/23/15	10/05/15	286 12	429 83		ST
707-031330-848	2 000 Biogen Inc Com	07/27/15	10/05/15	572 25	613 10		ST
707-031330-848	3 000 Biogen Inc Com	07/27/15	10/09/15	815 33	919 64		ST
707-031330-848	5 000 Goldman Sachs GRP Inc	07/06/15	10/20/15	924 75	1,037 48		ST
707-031330-848	1 000 Goldman Sachs GRP Inc	07/10/15	10/20/15	184 95	207 01		ST
707-031330-848	3 000 Goldman Sachs GRP Inc	07/10/15	10/22/15	549 39	621 04		ST
707-031330-848	1 000 Goldman Sachs GRP Inc	07/14/15	10/22/15	183 13	211 87		ST
707-031330-848	18 000 Schlumberger Ltd	04/23/15	10/26/15	1,390 37	1,686 97		ST
707-031330-848	5 000 Toyota Motor CP ADR New	04/23/15	10/02/15	599 58	705 62		ST
707-031330-848	9 000 Toyotal Motor CP ADR New	04/23/15	10/05/15	1,101 69	1,270 12		ST
707-031330-848	6 000 Toyota Motor CP ADR New	04/23/15	10/19/15	739 39	846 75		ST
707-031330-848	10 000 Toyota Motor CP ADR New	04/23/15	10/20/15	1,226 88	1,411 25		ST
707-031330-848	2 000 Toyota Motor CP ADR New	04/27/15	10/20/15	245 38	281 96		ST
707-031330-848	3 000 Toyota Motor CP ADR New	06/22/15	10/20/15	368 06	407 56		ST
707-031330-848	1 000 Toyota Motor CP ADR New	07/27/15	10/20/15	122 68	131 50		ST
707-031330-848	6 000 Toyota Motor CP ADR New	07/27/15	10/22/15	751 13	789 02		ST
707-031330-848	12 000 Toyota Motor CP ADR New	07/27/15	10/27/15	1,496 21	1,578 05		ST
707-031330-848	7 000 Biogen Inc Com	07/27/15	11/06/15	2,049 36	2,145 84		ST
707-031330-848	2 000 Goldman Sachs GRP Inc	07/14/15	11/16/15	380 53	423 74		ST

707-031330-848	5 000 Goldman Sachs GRP Inc	07/15/15	11/16/15	951 32	1,062 56		ST
707-031330-848	7 000 Goldman Sachs GRP Inc	07/27/15	11/16/15	1,331 85	1,430 86		ST
707-031330-848	11 000 Goldman Sachs GRP Inc	07/27/15	11/19/15	2,125 03	2,248 50		ST
707-031330-848	6 000 Goldman Sachs GRP Inc	07/27/15	11/20/15	1,149 52	1,226 46		ST
707-031330-848	12 000 Goldman Sachs GRP Inc	09/16/15	11/20/15	2,299 03	2,264 41		ST
707-031330-848	Ryanair HLDGS PLC ADR	04/23/15	10/27/15	23 16			ST
707-031330-848	7 000 Schlumberger LTD	04/23/15	11/02/15	551 87	656 05		ST
707-031330-848	90 000 Sumitomo Mitsui FINL Group Inc	04/23/15	11/18/15	721 85	787 39		ST
707-031330-848	7 000 Toyota Motor CP ADR New	07/27/15	11/02/15	861 54	920 53		ST
707-031330-848	6 000 Biogen Inc Com	07/27/15	12/01/15	1,728 22	1,839 29		ST
707-031330-848	111 000 Sumitomo Mitsui FINL Group Inc	04/23/15	12/29/15	850 07	971 12		ST
707-031330-848	18 000 Toyota Motor CP ADR New	07/27/15	12/08/15	2,204 14	2,367 07		ST
707-031330-848	19 000 Toyota Motor CP ADR New	07/27/15	12/14/15	2,320 87	2,498 58		ST
707-031330-848	19 000 Toyota Motor CP ADR New	07/27/15	12/17/15	2,379 84	2,498 58		ST
707-031330-848	1 000 Toyota Motor CP ADR New	07/27/15	12/21/15	124 36	131 50		ST
707-031330-848	12 000 Toyota Motor CP ADR New	09/16/15	12/21/15	1,492 28	1,465 68		ST
707-031330-848	10 000 Toyota Motor CP ADR New	09/16/15	12/23/15	1,270 29	1,221 40		ST
707-031330-848	10 000 Toyota Motor CP ADR New	09/16/15	12/28/15	1,244 41	1,221 40		ST
707-031330-848	48 000 AERCAP Holdings N V	04/23/15	01/19/16	1,616 23	2,244 82		ST
707-031330-848	49 000 AERCAP Holdings N V	04/23/15	01/28/16	1,426 55	2,291 59		ST
707-031330-848	2 000 Blackrock Inc	04/23/15	01/21/16	586 58	741 55		ST
707-031330-848	3 000 Blackrock Inc	07/27/15	01/21/16	879 86	1,007 30		ST
707-031330-848	3 000 Blackrock Inc	07/27/15	01/22/16	895 77	1,007 30		ST
707-031330-848	5 000 Blackrock Inc	07/27/15	01/25/16	1,469 26	1,678 84		ST
707-031330-848	3 000 Blackrock Inc	09/16/15	01/25/16	881 55	936 55		ST
707-031330-848	25 000 Jarden Corp	04/23/15	01/05/16	1,401 84	1,337 34		ST
707-031330-848	3 000 Jarden Corp	07/27/15	01/05/16	168 22	161 09		ST
707-031330-848	34 000 Jarden Corp	07/27/15	01/08/16	1,809 33	1,825 64		ST
707-031330-848	17 000 Jarden Corp	09/16/15	01/08/16	904 66	900 09		ST
707-031330-848	6 000 Ryanair HLDGS PLC ADR	04/23/15	01/05/16	510 12	412 08		ST
707-031330-848	10 000 Ryanair HLDGS PLC ADR	04/23/15	01/15/16	829 20	686 79		ST
707-031330-848	79 000 Sumitomo Mitsui FINL Group Inc	04/23/15	01/28/16	535 94	691 16		ST
707-031330-848	19 000 AERCAP Holdings N V	04/23/15	02/03/16	528 98	888 58		ST
707-031330-848	41 000 AERCAP Holdings N V	04/23/15	02/08/16	1,051 95	1,917 45		ST
707-031330-848	16 000 AERCAP Holdings N V	04/23/15	02/09/16	420 98	748 27		ST
707-031330-848	6 000 AERCAP Holdings N V	06/08/15	02/09/16	157 87	289 43		ST
707-031330-848	4 000 AERCAP Holdings N V	06/22/15	02/09/16	105 25	187 55		ST
707-031330-848	9 000 AERCAP Holdings N V	06/23/15	02/09/16	236 80	429 02		ST
707-031330-848	13 000 AERCAP Holdings N V	07/27/15	02/09/16	342 05	580 59		ST
707-031330-848	32 000 AERCAP Holdings N V	07/27/15	02/11/16	847 69	1,429 14		ST
707-031330-848	32 000 AERCAP Holdings N V	07/27/15	02/22/16	1,063 90	1,429 14		ST
707-031330-848	62 000 AERCAP Holdings N V	07/27/15	02/24/16	2,047 82	2,768 96		ST
707-031330-848	38 000 AERCAP Holdings N V	07/27/15	02/29/16	1,347 81	1,697 11		ST
707-031330-848	10 000 Amgen Inc	04/23/15	02/29/16	1,443 87	1,684 23		ST
707-031330-848	6 000 Biogen Inc Com	07/27/15	02/11/16	1,469 09	1,839 29		ST
707-031330-848	9 000 Biogen Inc Com	09/16/15	02/11/16	2,203 64	2,873 36		ST
707-031330-848	11 000 Comcast Corp (New) Class A	04/23/15	02/29/16	639 97	659 07		ST
707-031330-848	4 000 Orix Corp	05/15/15	02/19/16	244 63	311 92		ST
707-031330-848	8 000 Orix Corp	06/02/15	02/19/16	489 26	647 42		ST
707-031330-848	8 000 Orix Corp	06/02/15	02/29/16	522 98	647 42		ST
707-031330-848	2 000 Orix Corp	07/27/15	02/29/16	130 75	134 99		ST
707-031330-848	68 000 UBS Group AG SHS	04/23/15	02/09/16	966 08	1,371 78		ST
707-031330-848	16 000 UBS Group AG SHS	07/27/15	02/09/16	227 31	351 77		ST
707-031330-848	23 000 AERCAP Holdings N V	07/27/15	03/08/16	839 68	1,027 20		ST
707-031330-848	6 000 Amgen Inc	04/23/15	03/03/16	875 58	1,010 54		ST
707-031330-848	18 000 Amgen Inc	04/23/15	03/10/16	2,526 20	3,031 62		ST
707-031330-848	6 000 Amgen Inc	07/27/15	03/10/16	842 06	983 34		ST
707-031330-848	15 000 Orix Corp	07/27/15	03/30/16	1,084 89	1,012 43		ST
707-031330-848	55 000 Sumitomo Mitsui FINL Group Inc	04/23/15	03/15/16	351 41	481 18		ST
707-031330-848	72 000 Sumitomo Mitsui FINL Group Inc	07/27/15	03/15/16	460 02	623 94		ST
707-031330-848	160 000 Sumitomo Mitsui FINL Group Inc	07/27/15	03/17/16	1,016 83	1,386 54		ST
707-031330-848	150 000 Sumitomo Mitsui FINL Group Inc	07/27/15	03/21/16	958 29	1,299 89		ST

707-031330-848	99 000 Sumitomo Mitsui FINL Group Inc	07/27/15	03/23/16	619 00	857 92		ST
707-031330-848	70 000 Sumitomo Mitsui FINL Group Inc	09/16/15	03/23/16	437 68	566 03		ST
707-031330-848	179 000 Sumitomo Mitsui FINL Group Inc	09/16/15	03/28/16	905 51	1,204 85		ST
707-031330-848	21 000 Agnico Eagle Mines LTD	03/10/16	04/22/16	866 76	760 88		ST
707-031330-848	5 000 Amgen Inc	07/27/15	04/22/16	814 62	819 45		ST
707-031330-848	36 000 Amtrust Financial SRV Inc	04/23/15	04/07/16	860 95	1,074 47		ST
707-031330-848	12 000 Shire PLC ADR	04/23/15	04/11/16	2,172 37	3,063 65		ST
707-031330-848	120 000 Taiwan SMCNDCTR MFG CO LTD ADR	04/23/15	04/18/16	3,065 37	2,925 86		ST
707-031330-848	125 000 Taiwan SMCNDCTR MFG CO LTD ADR	04/23/15	04/19/16	3,152 11	3,047 77		ST
707-129364-848	33 000 Alerian MLP ETF	08/19/15	09/10/15	466 61	485 99		ST
707-129364-848	637 197 PIMCO All Asset All AUTH P	12/30/14	11/05/15	5,231 38	5,817 61		ST
707-129364-848	58 137 PIMCO All Asset All AUTH P	03/19/15	11/05/15	477 30	524 40		ST
707-129364-848	132 034 PIMCO All Asset All Auth P	06/18/15	11/05/15	1,084 00	1,189 63		ST
707-129364-848	120 164 PIMCO All Asset All Auth P	09/17/15	11/05/15	986 65	984 14		ST
707-129364-848	152 694 IVY Asset Strategy I	12/10/15	02/04/16	3,229 48	3,437 14		ST
707-129364-848	12 296 IVY Asset Strategy I	12/10/15	02/04/16	260 09	276 78		ST
TOTAL SHORT-TERM				<u>224,089.26</u>	<u>268,707.28</u>	<u>(44,618.02)</u>	
				TOTAL CAPITAL GAINS		(105,953.03)	