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**Return of Private Foundation**

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

**2015**

Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2015 or tax year beginning **JUL 1, 2015**, and ending **JUN 30, 2016**

Name of foundation  
**THOMAS D LOOKABAUGH FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**1590 LITTLE RAVEN ST 302**

City or town, state or province, country, and ZIP or foreign postal code  
**DENVER, CO 80202**

A Employer identification number  
**45-3659698**

B Telephone number  
**303-444-2971**

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

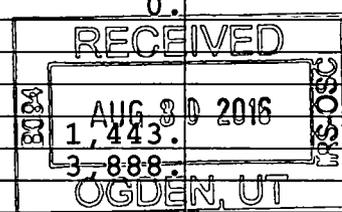
G Check all that apply:  
 Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

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)  
**\$ 995,477.** (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	7,680.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	35,394.	35,394.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	10,534.			
	b Gross sales price for all assets on line 6a	45,294.			
	7 Capital gain net income (from Part IV, line 2)		10,534.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-4,334.	-4,334.		STATEMENT 2	
12 Total Add lines 1 through 11	49,274.	41,594.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,443.			0.
	c Other professional fees STMT 4	3,888.			0.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22a Printing and publications				
	23 Other expenses				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,331.	5,331.		0.
	25 Contributions, gifts, grants paid	53,580.			53,580.
26 Total expenses and disbursements. Add lines 24 and 25	58,911.	5,331.		53,580.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-9,637.				
b Net investment income (if negative, enter -0-)		36,263.			
c Adjusted net income (if negative, enter -0-)			N/A		



*[Handwritten signature]*

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	10,950.	18,023.	18,023.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 5	873,492.	856,782.	977,454.
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		884,442.	874,805.	995,477.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		884,442.	884,442.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		0.	-9,637.
30 Total net assets or fund balances		884,442.	874,805.	
31 Total liabilities and net assets/fund balances		884,442.	874,805.	

**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	884,442.
2 Enter amount from Part I, line 27a	2	-9,637.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	874,805.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	874,805.

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 45,294.		34,760.	10,534.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			10,534.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	10,534.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	52,449.	1,076,458.	.048724
2013	47,401.	1,064,745.	.044519
2012	46,225.	988,576.	.046759
2011	44,082.	936,344.	.047079
2010	46,420.	898,108.	.051686

2 Total of line 1, column (d)	2	.238767
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	.047753
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	994,773.
5 Multiply line 4 by line 3	5	47,503.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	363.
7 Add lines 5 and 6	7	47,866.
8 Enter qualifying distributions from Part XII, line 4 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.	8	53,580.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	363.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	363.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	363.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015		6a	1,252.
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	1,252.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	889.
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax <input checked="" type="checkbox"/> 889. Refunded <input type="checkbox"/>		11	0.

**Part VII-A Statements Regarding Activities**

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

N/A

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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of BROCK AND COMPANY CPA'S PC Telephone no. 303-444-2971 Located at 4949 PEARL EAST CIR, SUITE 200, BOULDER, CO ZIP+4 80301
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country

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

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

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(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.)
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
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?
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? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No **X**

If "Yes" to 6b, file Form 8870.

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**  Yes  No **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS D LOOKABAUGH 1590 LITTLE RAVEN ST #302 DENVER, CO 80202	PRESIDENT  3.00	0.	0.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'.

**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	997,981.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	11,941.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	1,009,922.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,009,922.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	15,149.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	994,773.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	49,739.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	49,739.
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	363.
<b>2b</b>	Income tax for 2015. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	363.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	49,376.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	49,376.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	49,376.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	53,580.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	53,580.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	363.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	53,217.

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				49,376.
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			53,580.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2015:				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 53,580.				
<b>a</b> Applied to 2014, but not more than line 2a			53,580.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2015 distributable amount				0.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				49,376.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

**THOMAS D LOOKABAUGH**

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

**NONE**

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

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

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

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

**c** Any submission deadlines:

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

**Part XV. Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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)				
<b>a Paid during the year</b>				
ACTION CENTER 8755 W 14TH AVE LAKEWOOD, CO 80215	NONE	PUBLIC	OPERATING COSTS	3,000.
ARVADA CENTER FOR THE ARTS AND HUMANITIES 6901 WADSWORTH BLVD ARVADA, CO 80003	NONE	PUBLIC	OPERATING COSTS	1,000.
BOULDER HUMANE SOCIETY 2323 55TH ST BOULDER, CO 80303	NONE	PUBLIC	OPERATING COSTS	500.
CU FOUNDATION 422 UCB BOULDER, CO 80309	NONE	PUBLIC	OPERATING COSTS	800.
COLORADO PUBLIC RADIO 7409 S ALTON CT CENTENNIAL, CO 80112	NONE	PUBLIC	OPERATING COSTS	5,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>53,580.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>





**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DENVER RESCUE MISSION 6100 SMITH RD DENVER, CO 80216	NONE	PUBLIC	OPERATING COSTS	1,000.
DENVER CENTER FOR PERFORMING ARTS 1101 13TH ST DENVER, CO 80204	NONE	PUBLIC	OPERATING COSTS	5,000.
LAMBS PLAYER THEATRE 1142 ORANGE AVE CORONADO, CA 92118	NONE	PUBLIC	OPERATING COSTS	2,000.
CORONADO ISLAND FILM FESTIVAL 941 ORANGE AVE CORONADO, CA 92118	NONE	PUBLIC	OPERATING COSTS	10,000.
CORONADO SUICIDE PREVENTION 8541 I AVE CORONADO, CA 92118	NONE	PUBLIC	OPERATING COSTS	850.
NATL CTR FOR SCIENCE ED 420 40TH ST OAKLAND, CA 94609	NONE	PUBLIC	OPERATING COSTS	6,500.
NATL WILDLIFE FEDERATION PO BOX 1637 MERRIFIELD, VA 22116	NONE	PUBLIC	OPERATING COSTS	980.
SAFEHOUSE 835 NORTH ST BOULDER, CO 80304	NONE	PUBLIC	OPERATING COSTS	500.
PLANNED PARENTHOOD 7155 E 38TH AVE DENVER, CO 80207	NONE	PUBLIC	OPERATING COSTS	2,000.
PROJECT ANGEL HEART 4950 WASHINGTON ST DENVER, CO 80216	NONE	PUBLIC	OPERATING COSTS	1,000.
<b>Total from continuation sheets</b>				<b>43,280.</b>

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SALK INSTITUTE 10010 N TORREY PINES RD LA JOLLA, CA 92037	NONE	PUBLIC	OPERATING COSTS	1,000.
KPBS 5200 CAMPANILLE DR SAN DIEGO, CA 92182	NONE	PUBLIC	OPERATING COSTS	5,000.
WARREN VILLAGE 1323 GILPIN DENVER, CO 80218	NONE	PUBLIC	OPERATING COSTS	5,000.
BRADY CTR TO PREVENT GUN VIOLENCE 840 FIRST ST NE STE 400 WASHINGTON, DC 20002	NONE	PUBLIC	OPERATING COSTS	2,450.
<b>Total from continuation sheets</b>				

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	
MORGAN STANLEY	35,394.	0.	35,394.	35,394.		
TO PART I, LINE 4	35,394.	0.	35,394.	35,394.		

FORM 990-PF		OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME			
PARTNERSHIP	-4,334.	-4,334.				
TOTAL TO FORM 990-PF, PART I, LINE 11	-4,334.	-4,334.				

FORM 990-PF		ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING	1,443.	1,443.		0.		
TO FORM 990-PF, PG 1, LN 16B	1,443.	1,443.		0.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT FEES	3,888.	3,888.		0.		
TO FORM 990-PF, PG 1, LN 16C	3,888.	3,888.		0.		

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SECURITIES POWERSHARES	COST COST	845,219. 11,563.	964,146. 13,308.
TOTAL TO FORM 990-PF, PART II, LINE 13		856,782.	977,454.

CLIENT STATEMENT | For the Period June 1-30, 2016

Consulting Group Advisor Active Assets Account  
164-073396-435

THOMAS D. LOOKABAUGH  
FOUNDATION

## Account Detail

INTERESTED PARTY COPY

Investment Advisory Account

Investment Objectives †: Capital Appreciation, Income  
† Inform us if your investment objectives, as defined in the Expanded Disclosures, change.

## HOLDINGS

This section reflects positions purchased/sold on a trade date basis. "Market Value" and "Unrealized Gain/(Loss)" may not reflect the value that could be obtained in the market. Fixed income securities are sorted by maturity or pre-refunding date, and alphabetically within date. Estimated Annual Income a) is calculated on a pre-tax basis, b) does not include any reduction for applicable non-US withholding taxes, c) may include return of principal or capital gains which could overstate such estimates, and d) for securities that have a defined maturity date within the next 12 months, is reflected only through maturity date. Actual income or yield may be lower or higher than the estimates. Current yield reflects the income generated by an investment, and does not reflect changes in its price. Structured Investments, identified on the Position Description Details line as "Asset Class: Struct Inv," may appear in various statement product categories. When displayed, the accrued interest, annual income and current yield for those with a contingent income feature (e.g., Range Accrual Notes or Contingent Income Notes) are estimates and assume specified accrual conditions are met during the relevant period and payment in full of all contingent interest. For Floating Rate Securities, the accrued interest, annual income and current yield are estimates based on the current floating coupon rate and may not reflect historic rates within the accrual period.

## CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

Cash, Bank Deposit Program, and Money Market Funds are generally displayed on a settlement date basis. You have the right to instruct us to liquidate your bank deposit balance(s) or shares of any money market fund balance(s) at any time and have the proceeds of such liquidation remitted to you. Estimated Annual Income, Accrued Interest, and APY% will only be displayed for fully settled positions.

Description	Market Value	Current Yield %	7-Day Current Yield %	Est Ann Income	APY %
MS ACTIVE ASSETS MONEY TRUST	\$4,258.80	0.140	0.140	\$5.96	—

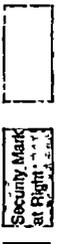
Description	Market Value	Est Ann Income
CASH, BDP, AND MMFs	\$4,258.80	\$5.96

Money market funds seek to maintain a share price of \$1.00, therefore the dollar amounts listed equal the number of shares. Additional information concerning these transactions is available upon request. For more information about the pricing of Money Market Funds, please see the Expanded Disclosures. The money market funds reflected above include the balances in your automatic sweep feature, if any, and may include other money market funds that have been purchased in your account.

## EXCHANGE-TRADED & CLOSED-END FUNDS

Global Investment Manager Analysis (GIMA) status codes (FL, AL or NL), may be shown for certain exchange-traded funds and are not guarantees of performance. Refer to "GIMA Status in Investment Advisory Programs" in the June or December statement for a description of these status codes.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ISHARES MSCI EAFE ETF (EFA)	11/13/12	1,089,000	\$52.777	\$55.820	\$57,473.72	\$60,787.98	\$3,314.26 LT	\$1,833.00	3.01
<i>GIMA Status: AL: Next Dividend Payable 12/2016; Asset Class: Equities</i>									
ISHARES RUSSELL 1000 GRW ETF (IWF)	11/13/12	908,000	64.019	100.360	58,128.80	91,126.88	32,998.08 LT	1,275.00	1.39
<i>GIMA Status: AL: Asset Class: Equities</i>									
ISHARES RUSSELL 1000 VALUE ETF (IWD)	11/13/12	825,000	70.320	103.230	58,013.92	85,164.75	27,150.83 LT	2,077.00	2.43
<i>GIMA Status: AL: Asset Class: Equities</i>									
ISHARES SP SMALLCAP 600 INDEX (IIR)	11/13/12	598,000	73.774	116.210	44,116.85	69,493.58	25,376.73 LT	977.00	1.40





Consulting Group Advisor Active Assets Account  
164-073396-435

THOMAS D. LOOKABAUGH  
FOUNDATION

## Account Detail

### INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann Income	Current Yield %
<i>GIMA Status: AL; Next Dividend Payable 09/2016; Asset Class: Equities</i>									
POWERSHARES DB COMM TRK INC (DBC)	11/13/12	867,000	27.366	15.350	23,725.89	13,308.45	(10,417.44) LI	---	---
<i>GIMA Status: AL; Asset Class: Alt</i>									
VANGUARD DIVIDEND APPRECIATION (VIG)	11/13/12	2,220,000	58.296	83.240	129,416.45	184,792.80	55,376.35 LI	3,938.00	2.13
<i>Next Dividend Payable 09/2016; Asset Class: Equities</i>									

Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann Income	Current Yield %
51.41%	\$370,875.63	\$504,674.44	\$133,798.81 LI	\$10,100.00	2.00%

### EXCHANGE-TRADED & CLOSED-END FUNDS

### MUTUAL FUNDS

"Total Purchases vs. Market Value" is provided to assist you in comparing your "Total Purchases," excluding reinvested distributions, with the current value of the mutual fund positions in your account.

"Cumulative Cash Distributions" when shown, may reflect distributions on shares no longer held in the account. It may not reflect all distributions received in cash; due to but not limited to: investments made prior to addition of this information on statements; securities transfers; timing of recent distributions; and certain adjustments made in your account.

"Net Value Increase/ (Decrease)" reflects the difference between your total purchases, and the sum of the current value of the fund's shares, and cash distributions shown. This calculation is for informational purposes only and does not reflect your total unrealized gain or loss nor should it be used for tax purposes. Global Investment Manager Analysis (GIMA) status codes (FL, AL or NL), may be shown for certain mutual funds and are not guarantees of performance. Refer to "GIMA Status in Investment Advisory Programs" in the June or December statement for a description of these codes.

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann Income	Current Yield %
DOUBLELINE TOTAL RETURN I (DBLTX)	11/13/12	1,297,543	\$11.390	\$10.930	\$14,779.02	\$14,182.14	\$(596.88) LI	---	---
	11/18/14	2,751,545	11.000	10.930	30,267.00	30,074.39	(192.61) LI	---	---
Purchases		4,049,088			45,046.02	44,256.53	(789.49) LI	---	---
Long Term Reinvestments		339,809			3,751.87	3,714.11	(37.76) LI	---	---
Short Term Reinvestments		192,925			2,097.59	2,108.67	11.08 ST	---	---
Total		4,581,822			50,895.48	50,079.31	(827.25) LI	1,924.00	3.84
Total Purchases vs Market Value					45,046.02	50,079.31	11.08 ST	---	---
Net Value Increase/(Decrease)					5,033.29	---	---	---	---

Enrolled in MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: FI & Pref

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann Income	Current Yield %
<i>GATEWAY FUND Y (GTEYX)</i>									
	11/13/12	883,848	26.870	29.860	23,749.00	26,391.70	2,642.70 LI	---	---
Purchases		883,848			23,749.00	26,391.70	2,642.70 LI	---	---
Long Term Reinvestments		46,975			1,356.80	1,402.67	45.87 LI	---	---
Short Term Reinvestments		11,276			328.84	336.70	7.86 ST	---	---

Consulting Group Advisor Active Assets Account  
 THOMAS D. LOOKABAUGH  
 164-073396-435  
 FOUNDATION

## Account Detail

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann. Income	Current Yield %
<b>Total</b>		942,099			25,434.64	28,131.08	2,688.37 LT 7.86 ST	611.00	2.17
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
<i>GIMA Status: AL - Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Alt</i>									
<b>HARBOR INTERNATIONAL INST (HAINX)</b>	11/13/12	984,874	58.380	58.750	57,496.94	57,861.35	364.41 LT		
Purchases		984,874			57,496.94	57,861.35	364.41 LT		
Long Term Reinvestments		64,564			4,197.49	3,793.14	(404.35) LT		
Short Term Reinvestments		50,765			2,994.65	2,982.44	(12.21) ST		
<b>Total</b>		1,100,203			64,689.08	64,636.93	(39.94) LT (12.21) ST	1,189.00	1.83
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
<i>GIMA Status: FL - Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Equities</i>									
<b>HARDING LOEVNER EMERG MKTS ADV (HLEMX)</b>	11/13/12	634,635	48.650	43.260	30,875.00	27,454.31	(3,420.69) LT		
Purchases		634,635			30,875.00	27,454.31	(3,420.69) LT		
Long Term Reinvestments		106,494			5,008.86	4,606.93	(401.93) LT		
Short Term Reinvestments		4,145			161.35	179.31	17.96 ST		
<b>Total</b>		745,274			36,045.21	32,240.55	(3,822.62) LT 17.96 ST	162.00	0.50
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
<i>GIMA Status: FL - Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Equities</i>									
<b>HARTFORD WORLD BOND I (HWDIX)</b>	11/13/12	1,562,741	10.830	10.380	16,924.49	16,221.25	(703.24) LT		
11/18/14		2,810,306	10.770	10.380	30,267.00	29,170.97	(1,096.03) LT		
Purchases		4,373,047			47,191.49	45,392.22	(1,799.27) LT		
Long Term Reinvestments		276,152			2,919.12	2,866.45	(52.67) LT		
Short Term Reinvestments		176,490			1,791.25	1,831.96	40.71 ST		
<b>Total</b>		4,825,689			51,901.86	50,090.65	(1,851.94) LT 40.71 ST	492.00	0.98
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
<i>GIMA Status: FL - Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: FI &amp; Pref</i>									
<b>MERGER FUND INVESTOR (MERFX)</b>	11/13/12	1,503,101	15.800	15.450	23,749.00	23,222.91	(526.09) LT		
Purchases		1,503,101			23,749.00	23,222.91	(526.09) LT		
Long Term Reinvestments		129,347			2,040.70	1,998.41	(42.29) LT		





# Morgan Stanley

Consulting Group Advisor Active Assets Account  
164-073396-435

THOMAS D. LOOKABAUGH  
FOUNDATION

## Account Detail

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est. Ann Income	Current Yield %
<b>Short Term Reinvestments</b>									
Total		20,460			313.03	316.11	3.08 ST		
<b>Total Purchases vs Market Value</b>									
<b>Net Value Increase/(Decrease)</b>									
<i>GilMA Status: FL; Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Alt</i>									
<b>METROPOLITAN WEST TOT RET BD I (MWTIX)</b>									
Purchases	11/13/12	4,476,716	11.110	10.990	49,736.32	49,199.10	(537.22) LT		
<b>Long Term Reinvestments</b>									
Purchases		4,476,716			49,736.32	49,199.10	(537.22) LT		
<b>Short Term Reinvestments</b>									
Purchases		565,441			6,130.98	6,214.19	83.21 LT H		
Purchases		151,585			1,627.21	1,665.91	38.70 ST		
Total		5,193,742			57,494.51	57,079.22	(454.01) LT	1,044.00	1.82
<b>Total Purchases vs Market Value</b>									
<b>Net Value Increase/(Decrease)</b>									
<i>GilMA Status: FL; Enrolled In MS Dividend Reinvestment; Basis Adjustment Due to Wash Sale; \$12.30; Asset Class: FI &amp; Pref</i>									
<b>PARAMETRIC EMERGING MKTS INST (EIEMO)</b>									
Purchases	11/13/12	2,178,899	14.159	12.430	30,851.28	27,083.71	(3,767.57) LT-R		
<b>Long Term Reinvestments</b>									
Purchases		2,178,899			30,851.28	27,083.71	(3,767.57) LT		
<b>Short Term Reinvestments</b>									
Purchases		145,444			2,109.08	1,807.86	(301.22) LT		
Purchases		31,030			373.96	385.70	11.74 ST		
Total		2,355,373			33,334.32	29,277.29	(4,068.79) LT	379.00	1.29
<b>Total Purchases vs Market Value</b>									
<b>Net Value Increase/(Decrease)</b>									
<i>GilMA Status: AL; Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Equities</i>									
<b>PRUDENTIAL JENNISON NATL RES Z (PRRZ)</b>									
Purchases	11/13/12	527,404	45.030	35.480	23,749.00	18,712.29	(5,036.71) LT		
<b>Short Term Reinvestments</b>									
Purchases		527,404			23,749.00	18,712.29	(5,036.71) LT		
Purchases		3,477			120.60	123.36	2.76 ST		
Total		530,881			23,869.60	18,835.66	(5,036.71) LT	112.00	0.59
<b>Total Purchases vs Market Value</b>									
<b>Net Value Increase/(Decrease)</b>									
<i>GilMA Status: AL; Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Alt</i>									
<b>THORNBURG INTL VALUE I (TGVI)</b>									
Purchases	11/13/12	2,169,698	26.500	22.720	57,497.00	49,295.54	(8,201.46) LT		
<b>Long Term Reinvestments</b>									
Purchases		2,169,698			57,497.00	49,295.54	(8,201.46) LT		
<b>Short Term Reinvestments</b>									
Purchases		276,928			7,967.40	6,291.80	(1,675.60) LT		
Purchases		462,258			11,549.72	10,502.50	(1,047.22) ST		

## Account Detail

Consulting Group Advisor Active Assets Account  
164-073396-435

THOMAS D. LÖÖKABAUGH  
FOUNDATION

INTERESTED PARTY COPY

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
<b>Total</b>		2,908.884			77,014.12	66,089.84	(9,877.06) LT (1,047.22) ST	1,164.00	1.76
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
GIMA Status: AL; Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: Equities									
VANGUARD SH TM INVT GR INV (VFSTX)	11/13/12	4,361.800	10.890	10.770	47,500.00	46,976.59	(523.41) LT		
<b>Purchases</b>									
Long Term Reinvestments		4,361.800			47,500.00	46,976.59	(523.41) LT		
Short Term Reinvestments		256.984			2,762.21	2,767.72	5.51 LT		
		96.340			1,025.31	1,037.58	12.27 ST		
<b>Total</b>		4,715.124			51,287.52	50,781.89	(517.90) LT 12.27 ST	1,028.00	2.02
<b>Total Purchases vs Market Value</b>									
Net Value Increase/(Decrease)									
Enrolled In MS Dividend Reinvestment; Capital Gains Reinvest; Asset Class: FI & Pref									

MUTUAL FUNDS	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	48.16%	\$498,069.07	\$472,779.85	\$(24,376.03) LT \$(913.27) ST	\$8,310.00	1.76%
<b>TOTAL MARKET VALUE</b>						
<b>TOTAL VALUE</b> (includes accrued interest)						
	100.00%	\$868,944.70	\$981,713.09	\$109,422.78 LT \$(913.27) ST	\$18,415.96	1.88%
			\$981,713.09		\$0.00	

H - Wash sale rules apply to this tax lot. The cost basis and acquisition date (trade date) have been adjusted to account for disallowed loss of a related wash sale transaction. The aggregate amount of the basis adjustment is identified in italics under the Security Description.

R - The cost basis for this tax lot was adjusted due to a reclassification of income.

Unrealized Gain/(Loss) totals only reflect positions that have both cost basis and market value information available. Cash, MMF, Deposits and positions stating 'Please Provide' are not included.



Consulting Group Advisor Active Assets Account  
164-073396-435  
THOMAS D. LOOKABAUGH  
FOUNDATION

Account Detail

INTERESTED PARTY COPY

REALIZED GAIN/(LOSS) DETAIL  
LONG-TERM GAIN/(LOSS)

Security Description	Date Acquired	Date Sold	Quantity	Sales Proceeds	Orig / Adj Total Cost	Realized Gain/(Loss)	Comments
DOUBLELINE TOTAL RETURN I	11/13/12	06/08/16	516.529	\$5,625.00	\$5,883.26	\$(258.26)	
HARTFORD WORLD BOND I	11/13/12	06/08/16	542.430	5,625.00	5,874.51	(249.51)	
ISHARES RUSSELL 1000 GRW ETF	11/13/12	06/08/16	52.000	5,280.62	3,328.96	1,951.66	
ISHARES RUSSELL 1000 VALUE ETF	11/13/12	06/08/16	51.000	5,287.21	3,586.31	1,700.90	
ISHARES SP SMALLCAP 600 INDEX	11/13/12	06/08/16	45.000	5,340.28	3,319.83	2,020.45	
VANGUARD DIVIDEND APPRECIATION	11/13/12	06/08/16	219.000	18,135.76	12,766.76	5,369.00	
Long-Term This Period				\$45,293.87	\$34,759.63	\$10,534.24	
Long-Term Year to Date				\$45,293.87	\$34,759.63	\$10,534.24	
Net Realized Gain/(Loss) This Period				\$45,293.87	\$34,759.63	\$10,534.24	
Net Realized Gain/(Loss) Year to Date				\$45,293.87	\$34,759.63	\$10,534.24	

Treasury regulations require that we report on Form 1099-B a) adjusted cost basis on the sale of covered securities acquired on or after 1/1/11 (or the applicable date for the type of security), b) the gain or loss as either long-term or short-term, and c) basis adjustments on covered securities due to wash sales, certain corporate actions and transfers by gift or inheritance. This section may not reflect all the basis adjustments required when filing your tax return. Refer to the Expanded Disclosures.

MESSAGES

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