



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

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

For calendar year 2015 or tax year beginning

AUG 1, 2015

, and ending

JUL 31, 2016

Name of foundation

THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.

A Employer identification number

73-1390841

Number and street (or P O box number if mail is not delivered to street address)

PO BOX 701775

Room/suite

B Telephone number

918-630-1134

City or town, state or province, country, and ZIP or foreign postal code

TULSA, OK 74170-1775

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 changeD 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 foundationE 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

J Accounting method:

☒ Cash☐ Accrual

(from Part II, col. (c), line 16)

☐ Other (specify)F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐

>\$ 8,434,278. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not
necessarily equal the amounts in column (a))(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			N/A	
	2	Check ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	4.	4.		STATEMENT 1
	4	Dividends and interest from securities	303,330.	303,330.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-141,915.			
	b	Gross sales price for all assets on line 6a	1,192,541.			
	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)				
	11	Other income	-8,179.	0.		STATEMENT 3
	12	Total. Add lines 1 through 11	153,240.	303,334.		
	13	Compensation of officers, directors, trustees, etc	70,560.	63,504.		7,056.
	14	Other employee salaries and wages	41,400.	4,140.		37,260.
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	442.	221.		221.
	b	Accounting fees STMT 5	5,350.	2,675.		2,675.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 6	9,284.	8317.		2,850.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 7	2,598.	795.		1,780.
	24	Total operating and administrative expenses. Add lines 13 through 23	129,634.	71,652.		51,842.
	25	Contributions, gifts, grants paid	302,100.			302,100.
	26	Total expenses and disbursements. Add lines 24 and 25	431,734.	71,652.		353,942.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-278,494.			
	b	Net investment income (if negative, enter -0-)		231,682.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		150.	132.	132.
	2	Savings and temporary cash investments		17,410.	6,656.	6,656.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 8		2,596,664.	2,820,115.	5,213,476.
	c	Investments - corporate bonds STMT 9		318,188.	318,188.	324,410.
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		2,977,342.	2,492,488.	2,889,604.	
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)		5,909,754.	5,637,579.	8,434,278.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		44,619.	44,619.	
	29	Retained earnings, accumulated income, endowment, or other funds		5,865,135.	5,592,960.	
30	Total net assets or fund balances		5,909,754.	5,637,579.		
31	Total liabilities and net assets/fund balances		5,909,754.	5,637,579.		

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	5,909,754.
2	Enter amount from Part I, line 27a	2	-278,494.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	6,319.
4	Add lines 1, 2, and 3	4	5,637,579.
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	5,637,579.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,192,541.		1,334,456.	-141,915.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-141,915.

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 -141,915.
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	357,578.	8,389,946.	.042620
2013	363,555.	8,113,769.	.044807
2012	342,066.	7,769,974.	.044024
2011	393,874.	7,440,046.	.052940
2010	396,090.	7,369,348.	.053748

2 Total of line 1, column (d)	2 .238139
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 .047628
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4 7,941,928.
5 Multiply line 4 by line 3	5 378,258.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6 2,317.
7 Add lines 5 and 6	7 380,575.
8 Enter qualifying distributions from Part XII, line 4	8 353,942.

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.

**THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.**

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	4,634.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	4,634.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	4,634.
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	5,680.
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	5,680.
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	1,046.
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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) ☐ OK		
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

**THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.**

73-1390841

Page 5

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	X	
14 The books are in care of ► <u>ROBERT SIMPSON</u> Telephone no. ► <u>918-630-1134</u> Located at ► <u>PO BOX 701775, TULSA, OK</u> ZIP+4 ► <u>74170-1775</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 <u>N/A</u>		
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 ►		X

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	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	2b	
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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

Form 990-PF (2015)

THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.

Form 990-PF (2015)

73-1390841

Page 6

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)? ☐ Yes ☒ No

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? ☐ Yes ☒ No

N/A

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

6b

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

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

N/A

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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
SEE STATEMENT 11		111,960.	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

Form 990-PF (2015)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

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

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,039,386.
b	Average of monthly cash balances	1b	23,485.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,062,871.
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	8,062,871.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	120,943.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,941,928.
6	Minimum investment return. Enter 5% of line 5	6	397,096.

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	397,096.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	4,634.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,634.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	392,462.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	392,462.
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	392,462.

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	353,942.
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	353,942.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	353,942.

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				392,462.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			266,767.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ 353,942.				
a Applied to 2014, but not more than line 2a			266,767.	
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				87,175.
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:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				305,287.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

**THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.**

73-1390841

Page 10

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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2015

(b) 2014

Prior 3 years

(c) 2013

(d) 2012

(e) Total

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).)

NONE

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:

ROBERT C. SIMPSON, PO BOX 701775, TULSA, OK 74170-1775, 918-495-1819

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

NO SPECIFIC FORM REQUIRED

c Any submission deadlines:

NONE

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

NONE

THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.

Form 990-PF (2015)

73-1390841 Page 11

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				
AMERICAN HEART ASSOCIATION, INC. 7272 GREENVILLE AVENUE DALLAS, TX 75231	NONE	PC	UNRESTRICTED	1,000.
AMERICAN RED CROSS 10151 EAST 11TH STREET TULSA, OK 74128	NONE	PC	UNRESTRICTED	2,500.
ARTHRITIS FOUNDATION 4520 S. HARVARD, STE 100 TULSA, OK 74135	NONE	PC	UNRESTRICTED	1,250.
GIRL SCOUTS OF EASTERN OKLAHOMA INC 2432 EAST 51ST STREET TULSA, OK 74105	NONE	PC	UNRESTRICTED	1,000.
INDIAN NATIONS COUNCIL OF BOY SCOUTS 4295 SOUTH GARNETT TULSA, OK 74146	NONE	PC	UNRESTRICTED	1,000.
Total			SEE CONTINUATION SHEET(S)	3a 302,100.
b Approved for future payment				
NONE				
Total			3b	0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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

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

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee: *Robert S. Trippet* Date: 12-12-16 Title: President

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	JON A. OTTO	JON A. OTTO <i>[Signature]</i>	12/07/16		P00431485
	Firm's name ▶ HOGANTAYLOR LLP	Firm's EIN ▶ 73-1413977			
	Firm's address ▶ 2222 S. UTICA PL., SUITE 200 TULSA, OK 74114-7002	Phone no. (918) 745-2333			

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES				
b SECTION 1231 GAIN FROM PARTNERSHIP		P		
c ONEOK PARTNERS - DISTRIBUTION IN EXCESS OF BASIS		P		
d PUBLICLY TRADED SECURITIES				
e CAPITAL GAIN DISTRIBUTION				
f CAPITAL GAIN DISTRIBUTION				
g CAPITAL GAINS FROM PARTNERSHIP		P		
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,140,424.		1,294,818.	-154,394.
b 43.			43.
c 12,640.			12,640.
d 38,468.		39,638.	-1,170.
e 72.			72.
f 454.			454.
g 440.			440.
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-154,394.
b			43.
c			12,640.
d			-1,170.
e			72.
f			454.
g			440.
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-141,915.
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

THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.

73-1390841

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
MAPLE GROVE CEMETERY CHAPEL ASSOC. PO BOX 1062 SEMINOLE, OK 74818-1062	NONE	PC	UNRESTRICTED	1,000.
NORTHEASTERN STATE UNIVERSITY FOUNDATION, INC. 812 N CEDAR AVE TAHLEQUAH, OK 74464-2406	NONE	PC	COLLEGE SCHOLARSHIPS	73,500.
NORTHEASTERN STATE UNIVERSITY FOUNDATION, INC. 812 N CEDAR AVE TAHLEQUAH, OK 74464-2406	NONE	PC	OUTSTANDING STUDENT AWARD	750.
OKLAHOMA OIL & GAS MUSEUM PO BOX 990242 YUKON, OK 73099	NONE	PC	UNRESTRICTED	1,000.
OKLAHOMA STATE UNIVERSITY 400 SOUTH MONROE STREET STILLWATER, OK 74078	NONE	PC	COLLEGE SCHOLARSHIPS	106,500.
OKLAHOMA STATE UNIVERSITY 400 SOUTH MONROE STREET STILLWATER, OK 74078	NONE	PC	OUTSTANDING STUDENT AWARD	750.
PHILBROOK MUSEUM OF ART 2727 SOUTH ROCKFORD ROAD TULSA, OK 74117-4104	NONE	PC	UNRESTRICTED	5,000.
RESTORE HOPE MINISTRIES 2960 CHARLES PAGE BLVD. TULSA, OK 74127	NONE	PC	UNRESTRICTED	1,000.
SALVATION ARMY 102 NORTH DENVER AVENUE TULSA, OK 74103	NONE	PC	UNRESTRICTED	1,000.
SHEPHERD'S FOLD PO BOX 39 AVANT, OK 74001	NONE	PC	UNRESTRICTED	1,250.
Total from continuation sheets				295,350.

THE ROBERT S. AND HELEN G. TRIPPET
FOUNDATION, INC.

73-1390841

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
SPECIAL OLYMPICS OF OKLAHOMA PO BOX 240 TULSA, OK 74101-0240	NONE	PC	UNRESTRICTED	2,500.
THE LITTLE LIGHT HOUSE 5120 EAST 36TH STREET TULSA, OK 74135	NONE	PC	UNRESTRICTED	2,500.
THOMAS GILCREASE MUSEUM ASSOC. 1400 GILCREASE MUSEUM RD TULSA, OK 74127	NONE	PC	UNRESTRICTED	5,000.
TULSA AIR & SPACE MUSEUM & PLANETARIUM 3624 N 74TH E AVE TULSA, OK 74115	NONE	PC	UNRESTRICTED	1,000.
TULSA AREA UNITED WAY 1430 SOUTH BOULDER AVENUE TULSA, OK 74119	NONE	PC	UNRESTRICTED	1,000.
TULSA BALLET THEATER 4512 SOUTH PEORIA TULSA, OK 74105	NONE	PC	UNRESTRICTED	600.
TULSA DAY CENTER FOR THE HOMELESS, INC. 415 W. ARCHER ST TULSA, OK 74103	NONE	PC	UNRESTRICTED	2,500.
TULSA HABITAT FOR HUMANITY 6235 EAST 13TH STREET TULSA, OK 74112	NONE	PC	UNRESTRICTED	2,500.
TULSA HISTORICAL SOCIETY 2445 SOUTH PEORIA AVENUE TULSA, OK 74114	NONE	PC	UNRESTRICTED	1,000.
TULSA SYMPHONY ORCHESTRA, INC. 111 EAST 1ST STREET TULSA, OK 74103	NONE	PC	UNRESTRICTED	1,000.
Total from continuation sheets				

73-1390841

[illegible]**Total from continuation sheets**

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST INCOME - SCHWAB	4.	4.	
TOTAL TO PART I, LINE 3	4.	4.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	276,419.	0.	276,419.	276,419.	
INTEREST - CORPORATE BONDS	26,911.	0.	26,911.	26,911.	
TO PART I, LINE 4	303,330.	0.	303,330.	303,330.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ONEOK PARTNERS, LP	-7,580.	0.	
OTHER INCOME	337.	0.	
ALLIANCE HOLDINGS GP, L.P.	-265.	0.	
THE BLACKSTONE GROUP L.P.	7.	0.	
FORESIGHT ENERGY, L.P.	-260.	0.	
TERRA NITROGEN COMPANY, L.P.	-418.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-8,179.	0.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	442.	221.		221.
TO FM 990-PF, PG 1, LN 16A	442.	221.		221.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,350.	2,675.		2,675.
TO FORM 990-PF, PG 1, LN 16B	5,350.	2,675.		2,675.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SECTION 4940(E) TAX	6,117.	0.		0.
PAYROLL TAXES	3,167.	317.		2,850.
TO FORM 990-PF, PG 1, LN 18	9,284.	317.		2,850.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NONDEDUCTIBLE PARTNERSHIP EXPENSE	22.	0.		0.
PAYROLL PROCESSING FEES	1,250.	125.		1,125.
PO BOX RENTAL	76.	38.		38.
OFFICE EXPENSE	731.	365.		365.
POSTAGE	94.	47.		47.

THE ROBERT S. AND HELEN G. TRIPPET FOUND

73-1390841

PRINTING	93.	46.	47.
INVESTMENT MANAGEMENT FEES	300.	150.	150.
BANK FEES	5.	3.	2.
ROYALTY INCOME DEDUCTION	3.	2.	1.
INVESTMENT INTEREST EXPENSE	5.	3.	2.
PORTFOLIO DEDUCTIONS 2%	7.	4.	3.
INTANGIBLE DRILLING AND DEVELOPMENT COSTS	1.	1.	0.
OTHER DEDUCTIONS	11.	11.	0.
TO FORM 990-PF, PG 1, LN 23	2,598.	795.	1,780.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	2,820,115.	5,213,476.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,820,115.	5,213,476.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	318,188.	324,410.
TOTAL TO FORM 990-PF, PART II, LINE 10C	318,188.	324,410.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
-------------	-------------------	-----------	----

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	COST	2,492,488.	2,889,604.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,492,488.	2,889,604.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 11
-------------	---	--------------

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT C. SIMPSON 7108 SLEEPY HOLLOW DRIVE TULSA, OK 74136	PRESIDENT 6.50	18,720.	0.	0.
J. W. MOORE, JR. PO BOX 35123 TULSA, OK 74153	VICE PRESIDENT 4.50	17,280.	0.	0.
WILLIAM J. REA, JR 3214 SOUTH FLORENCE AVENUE TULSA, OK 74105	VICE PRESIDENT 3.00	17,280.	0.	0.
BARBARA R. KELLEY 1016 NORTH BIRCH SAND SPRINGS, OK 74063	SECRETARY/TREASURER 13.00	41,400.	0.	0.
CORY P SIMPSON 1630 EAST 36TH STREET TULSA, OK 74105	VICE PRESIDENT 3.00	17,280.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		111,960.	0.	0.

The Robert S. and Helen G. Trippett Foundation
 EIN: 73-1390841
 Investments
 As of July 31, 2016

<u>Description</u>	<u>No. of Shares/ Face</u>	<u>7/31/2015</u>	<u>7/31/2016</u>	<u>7/31/2016</u>
	<u>Amount</u>	<u>Beginning</u> <u>Basis</u>	<u>Ending</u> <u>Basis</u>	<u>Fair Market</u> <u>Value</u>
<u>Investments - Corp Stock</u>				
3M COMPANY	1,000.00	75,949.95	75,949.95	178,360.00
AT&T (Formerly Bell South)	2,100.00	43,912.48	43,912.48	90,909.00
Aetna Inc	123.00	9,922.75	9,922.75	14,170.83
ALTRIA GROUP INC	2,500.00	40,169.70	40,169.70	169,250.00
AMAZON	600.00	44,330.93	44,330.93	455,286.00
AMERICAN SOFTWARE	2,500.00	17,661.95	17,661.95	27,575.00
APACHE CORP	500.00	40,903.95	40,903.95	26,250.00
APPLE INC	5,250.00	63,894.46	63,894.46	547,102.50
B C E INC	1,000.00	21,508.95	21,508.95	47,890.00
BAKER HUGHES	1,000.00	66,167.95	66,167.95	47,830.00
Bank Of America Corp	5,000.00	130,220.80	130,220.80	72,450.00
BARCLAYS BK 6.625% ADR F	3,000.00	68,490.86	68,490.86	77,070.00
Barrick Gold Corp	1,000.00	31,213.30	31,213.30	21,860.00
Canadian Natl Ry Co	2,200.00	57,998.85	57,998.85	139,062.00
CATERPILLAR	500.00	36,244.95	36,244.95	41,380.00
CHEMOURS COMPANY	350.00	3,826.97	3,826.97	3,255.00
Coca Cola Company	1,500.00	47,858.95	47,858.95	65,445.00
ConocoPhillips (spun off 250 shrs Phillips 66)	500.00	23,565.22	23,565.22	20,410.00
CSX CORP	6,000.00	53,926.64	53,926.64	169,980.00
Cullen Frost Bankers	500.00	29,033.95	29,033.95	33,945.00
DR HORTON CO	2,000.00	80,708.95	80,708.95	65,760.00
DAKTRONICS INC	1,600.00	23,944.95	23,944.95	10,352.00
DARDEN RESTAURANTS INC.	1,000.00	49,098.95	43,889.55	61,560.00
DEERE & CO	400.00	24,669.95	24,669.95	31,084.00
DU PONT E I DE NEMOUR&CO	2,000.00	86,310.68	86,310.68	138,340.00
EXXON MOBIL CORPORATION	2,500.00	137,670.90	137,670.90	222,375.00
FACEBOOK INC	200.00		23,370.75	24,788.00
FOUR CORNERS PROPERTY TRUST, INC.	455.00		7,185.47	9,878.05
Freeport McMoran Copper	2,000.00	42,852.16	42,852.16	25,920.00
Gamestop Corp CL A	1,000.00	23,137.20	23,137.20	30,950.00
GENERAL DYNAMICS	300.00	23,682.95	23,682.95	44,067.00
Goldcorp Inc		-	-	-
Goldman Sachs Group Inc	550.00	58,088.95	58,088.95	87,345.50
HONEYWELL INTERNATIONAL	2,000.00	71,159.95	71,159.95	232,660.00
HCA Holdings	180.00	9,913.99	9,913.99	13,883.40
INTEL	1,000.00	25,898.98	25,898.95	34,860.00
INTERNATIONAL PAPER COMPANY	1,000.00	32,137.64	32,137.64	45,810.00
JOHNSON & JOHNSON	1,500.00	88,115.95	88,115.95	187,845.00
KLA TENCOR CORP	500.00	21,838.95	21,838.95	37,855.00
KRAFT FOODS	500.00	15,555.03	15,555.03	43,195.00
LAM RESEARCH CORP	400.00		29,367.91	35,908.00
LOCKHEED MARTIN CORP	200.00		44,393.90	50,546.00
Marsh & McLennan Co Inc	1,000.00	32,436.55	32,436.55	65,750.00
McDonalds Corp	1,000.00	71,777.15	71,777.15	117,650.00

Merck & Co Inc	1,100.00	40,883.95	40,883.95	64,526.00
METLIFE INC	450.00		20,213.50	19,233.00
MONDELEZ Intl Inc Cl A	1,100.00	17,053.28	17,053.28	48,378.00
Norfolk Southern Corp	1,200.00	59,935.68	59,935.68	107,736.00
NVIDIA CORP	500.00		23,512.00	28,550.00
OGE EnegrgyCP Hldg Co	2,000.00	33,606.95	33,606.95	64,340.00
Owens & Minor Inc	300.00	10,253.55	10,253.55	10,713.00
PJT PARTNERS INCOR	100.00		1,958.42	2,553.00
Pepsico Incorporated	750.00	49,883.20	49,883.20	81,690.00
Phillips 66 (spinoff from ConocoPhillips)	1,000.00	37,830.88	37,830.88	76,060.00
Phillip Morris (spinoff Altria)	1,500.00	53,946.28	53,946.28	150,390.00
PINNACLE WEST CAPITAL CP	500.00	18,203.95	18,203.95	39,435.00
POTASH CORP SASK INC F	650.00	20,145.95	20,145.95	10,140.00
Royal Dutch Shell B	2,300.00	141,549.95	141,549.95	124,683.00
Schlumberger Ltd	540.00	50,070.73	50,070.73	43,480.80
Seagate Technology PLC F	1,000.00	17,112.95	27,281.90	32,030.00
SONY CORPORATION	700.00	19,692.25	19,692.25	23,387.00
SOUTHERN COPPER CORP	505.00	20,944.43	20,944.43	13,124.95
Sturm Ruger & Co Inc	500.00	26,378.95	26,378.95	34,000.00
US BANCORP	2,000.00	66,849.75	66,849.75	84,340.00
UNITED TECHNOLOGIES	300.00	21,624.95	21,624.95	32,295.00
UNITED HEALTH GRP INC	170.00	19,499.28	19,499.28	24,344.00
Veritiv Corporation	100.00	4,178.01	4,178.01	4,222.00
Washington Prime Group				
Wellcare Health Plans	129.00	9,947.11	9,947.11	13,777.20
Wells Fargo & Co	2,000.00	50,208.95	50,208.95	95,940.00
Yum Brands Inc	1,300.00	49,550.65	49,550.65	116,246.00

Total Corp Stock		2,665,155.02	2,820,116.49	5,213,476.23
-------------------------	--	---------------------	---------------------	---------------------

Investments - Other Assets

ALLIANCE HOLDINGS GP LP	250.00	10,578.83	9,501.00	6,360.00
ALPS Trust ETF	2,650.00	44,307.87	44,307.87	33,999.50
BLACKSTONE GROUP LP	700.00	29,546.93	28,809.00	18,788.00
FORESIGHT ENERGY L P	700.00	10,153.63	9,505.00	1,750.00
HOLLY ENERGY PARTNER LP	300.00		9,967.15	10,800.00
ISHARES MORN MLTI ASS	27,473.00	167,849.70	623,957.02	690,121.76
ISHARES IBOX INVESTOP				
ISHARES MSCI CDA IDX FD	1,700.00	41,202.20	41,202.20	42,908.00
ISHARES MSCI HK	1,500.00	24,577.45	24,577.45	31,350.00
ISHARES MSCI SINGAPORE	5,000.00	42,007.95	42,007.95	54,600.00
ISHARES S&P U S PFD FUND	40,110.00	1,288,412.89	1,545,639.19	1,615,229.70
Ishares Trust high Yield		1,134,478.59		
MERRILL LYNCH 7.375%	3,000.00	70,172.19	70,172.19	79,590.00
ONEOK PARTNERS	4,000.00	(21,831.00)	(23,171.00)	160,920.00
SECTOR SPDR INDL SELECT	600.00	23,559.95	23,559.95	34,824.00
SIMON PPTY GROUP NEW	402.00	25,937.39	25,937.39	91,270.08
TERRA NITROGEN CO LP	100.00	11,960.95	10,586.00	10,753.00
W P GLIMCHER INCORPO	500.00	5,935.23	5,935.23	6,340.00
PY Unlocated difference				

Total Other Assets		2,908,850.75	2,492,493.59	2,889,604.04
---------------------------	--	---------------------	---------------------	---------------------

Total U.S. And State/City Government Obligations		-	-	-
---	--	---	---	---

Corporate Bonds

Altria Group 9.7%, Due 11/10/18	100,000.00	108,860.00	108,860.00	118,676.50
General Electric Cap. 5.75%, Due 8/15/16	100,000.00	98,781.00	98,781.00	100,157.60
Goldman Sachs Grp 5.4%, Due 06/15/15				
Ingersoll Rand 4.75%, Due 05/15/15				
McDonalds Corp 5.8%, Due 10/15/17	100,000.00	110,547.00	110,547.00	105,576.00
Target 5.875%, Due 07/15/16				

Total Corporate Bonds	318,188.00	318,188.00	324,410.10
------------------------------	-------------------	-------------------	-------------------

Total CDs			-
------------------	--	--	---

Total Investments	5,892,193.77	5,630,798.08	8,427,490.37
--------------------------	---------------------	---------------------	---------------------