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Form **990-PF**

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

OMB No 1545-0052

2015

Open to Public Inspection

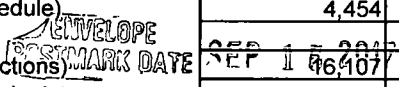
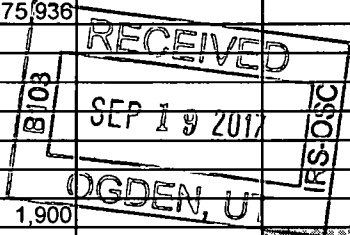
Department of the Treasury
Internal Revenue Service

▶ **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 11/1/2015 , **and ending** 10/31/2016

Name of foundation SATURNO FOUNDATION FDN TUA MAIN			A Employer identification number 94-6073765	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - PO BOX 63954 MAC A0348-012		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town SAN FRANCISCO	State CA	ZIP code 94163		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply			D 1. Foreign organizations, check here <input type="checkbox"/>	
<input type="checkbox"/> Initial return			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<input type="checkbox"/> Final return			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<input type="checkbox"/> Address change			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<input type="checkbox"/> Initial return of a former public charity				
<input type="checkbox"/> Amended return				
<input type="checkbox"/> Name change				
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation				
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 9,683,750		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		
<i>(Part I, column (d) must be on cash basis)</i>				

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(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 (attach schedule)				
	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	232,802	232,237		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	50,922			
	b Gross sales price for all assets on line 6a 1,870,803				
	7 Capital gain net income (from Part IV, line 2)		50,922		
	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) (attach schedule)					
11 Other income (attach schedule)	9,695	9,695			
12 Total. Add lines 1 through 11	293,419	292,854	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	101,248	75,936		25,312
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,101			1,101
	c Other professional fees (attach schedule)	4,454			4,454
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	46,107	1,900		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	24	14		10
	24 Total operating and administrative expenses. Add lines 13 through 23	122,934	77,850	0	30,877
	25 Contributions, gifts, grants paid	488,212			488,212
26 Total expenses and disbursements. Add lines 24 and 25	611,146	77,850	0	519,089	
27 Subtract line 26 from line 12	-317,727				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		215,004			
c Adjusted net income (if negative, enter -0-)			0		



SCANNED SEP 21 2017

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (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	448,650	357,065	357,065
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	9,455,794	9,170,241	9,326,685	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,904,444	9,527,306	9,683,750	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	9,904,444	9,527,306	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	9,904,444	9,527,306		
31	Total liabilities and net assets/fund balances (see instructions)	9,904,444	9,527,306		

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 9,904,444
2	Enter amount from Part I, line 27a	2 -317,727
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3 58,159
4	Add lines 1, 2, and 3	4 9,644,876
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5 117,570
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 9,527,306

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 Statement				
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				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(l) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
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	50,922	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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	813,887	9,000,286	0.090429
2013	551,313	10,712,100	0.051466
2012	510,680	10,774,793	0.047396
2011	536,122	10,418,566	0.051458
2010	508,850	11,015,258	0.046195
2 Total of line 1, column (d)			2 0.286944
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.057389
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 8,987,320
5 Multiply line 4 by line 3			5 515,773
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,150
7 Add lines 5 and 6			7 517,923
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			8 519,089

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			
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-)		0	
3	Add lines 1 and 2		2,150	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		2,150	
6	Credits/Payments			
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	6,110	
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		6,110	
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		3,960	
11	Enter the amount of line 10 to be Credited to 2016 estimated tax Refunded		2,150	1,810

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
b		X
c		X
d		
e		
2		X
3		X
4a	X	
4b	N/A	
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WELLS FARGO BANK N A</u> Telephone no ▶ <u>888-730-4933</u> Located at ▶ <u>PO BOX 63954 MAC A0348-012 SAN FRANCISCO CA</u> ZIP+4 ▶ <u>94163</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 ▶ <u>15</u> <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 ▶	16	Yes	No
				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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 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? 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

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 (see instructions).

(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
Wells Fargo Bank, N A PO BOX 63954 MAC A0348-012 SAN FRANCISCO, C	Trustee SEE ATTACHED	101,248		

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

(a) Name and address of each employee paid more than \$50,000	(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 (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
.....	
2	
.....	
All other program-related investments. See instructions.	
3 NONE	
.....	
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	8,631,757
b	Average of monthly cash balances	1b	492,426
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	9,124,183
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	9,124,183
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	136,863
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,987,320
6	Minimum investment return. Enter 5% of line 5	6	449,366

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	449,366
2a	Tax on investment income for 2015 from Part VI, line 5	2a	2,150
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,150
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	447,216
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	447,216
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	447,216

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	519,089
b	Program-related investments—total from Part IX-B	1b	
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	519,089
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,150
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	516,939

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				447,216
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			127,728	
b Total for prior years. 20____, 20____, 20____				
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 ▶ \$ 519,089				
a Applied to 2014, but not more than line 2a			127,728	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				391,361
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				55,855
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

- 1a** 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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

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

- c** Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i> See Attached Statement</p>				
Total				▶ 3a 488,212
<p>b <i>Approved for future payment</i> NONE</p>				
Total				▶ 3b 0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year
Recipient(s) paid during the year**Name**

BOYS TOWNS OF ITALY INC

Street

250 E 63RD ST STE 2014

City

NEW YORK

State

NY

Zip Code

10065

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

47,500

Name

CROCE ROSSA CHIAVARI

Street

VIA TRAVERSA SAN RUFINO, 10, CHIAVARI GE

City**State****Zip Code****Foreign Country**

Italy

Relationship

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

193,533

Name

FONDO CHIARA RAMA ONLUS

Street

VIA COGOZZALE 8-16040 LEIVI GE

City**State****Zip Code****Foreign Country**

Italy

Relationship

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

42,462

Name

CROCE ROSSA ITALIANA

Street

VIA TOSCANA, 12, 00187 ROMA

City**State****Zip Code****Foreign Country**

Italy

Relationship

NONE

Foundation Status

NC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

204,717

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Amount	Long Term CG Distributions		Short Term CG Distributions		Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Gross Sales/ Losses Other sales	Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	
			124,529	0	1,870,803	0															1,870,803
1 CHART INDUSTRIES INC 2 00	161150AC4					X					12/23/2015	12/23/2015	1,724	1,724	2,291					-567	
2 CHART INDUSTRIES INC 2 00	161150AC4					X					12/23/2015	12/23/2015	1,724	1,724	2,472						-748
3 CIENA CORP 0 875% B	171779AET					X					10/16/2015	12/23/2015	1,958	1,958	3,889						38
4 DANAHER CORP 1 7	235851AF9					X					10/7/2009	12/23/2015	10,880	10,880	18,800						6,731
5 DEPOMED INC 2 500%	249908AA2					X					10/6/2015	12/23/2015	4,820	4,820	4,746						-126
6 HELIX ENERGY SOLUTION 3 2	42330PAG2					X					9/6/2013	12/23/2015	1,495	1,495	2,882						-1,187
7 EDGWOOD GROWTH INSTL	0075W0769					X					6/6/2014	12/23/2015	55,000	55,000	60,534						-1,170
8 AIR LEASE CORP 3 875%	00912XAK0					X					3/12/2014	12/23/2015	4,038	4,038	4,568						-534
9 AMERICAN TOWER CORP 5 4	03027X308					X					12/24/2014	12/23/2015	7,032	7,032	7,967						-935
10 AREAS CAPITAL CORP 5 750	04070LA89					X					4/23/2013	12/23/2015	1,998	1,998	2,180						-184
11 ATLAS AIR WORLDWIDE 2 2	049164B48					X					7/15/2015	12/23/2015	5,022	5,022	5,846						-824
12 BANK OF AMERICA CORP	080505682					X					2/12/2009	12/23/2015	7,700	7,700	2,401						5,299
13 BIOMARIN PHARMACEUT 0	09061GAE1					X					8/22/2013	12/23/2015	4,400	4,400	5,307						1,068
14 BOTTOMLINE TECHNOLOG 1	101388AA4					X					7/23/2014	12/23/2015	748	748	1,385						-637
15 HELIX ENERGY SOLUTION 3 2	42330PAG2					X					2/13/2015	12/23/2015	1,495	1,495	2,169						-674
16 HELIX ENERGY SOLUTION 3 2	42330PAG2					X					5/3/2012	12/23/2015	5,328	5,328	3,850						1,478
17 HOLLOGIC INC 2 000%	436440AC5					X					6/16/2015	12/23/2015	2,280	2,280	2,456						-176
18 ILLUMINA INC PFD SRB 0 500	452327AH2					X					6/16/2015	12/23/2015	2,280	2,280	2,456						-176
19 ILLUMINA INC PFD SRB 0 500	452327AH2					X					6/16/2015	12/23/2015	2,280	2,280	2,456						-176
20 INTEL CORP 2 950% 12	458140A07					X					6/7/2012	12/23/2015	2,575	2,575	2,238						337
21 PIP INTEL CORP 3 250%	458140A07					X					1/15/2013	12/23/2015	3,355	3,355	2,433						922
22 ISHA CURR HEDGED MSCI E	46434V803					X					9/23/2015	5/26/2016	98,398	98,398	98,078						319
23 ISHA CURR HEDGED MSCI E	46434V803					X					12/22/2015	5/26/2016	44,273	44,273	45,648						-1,368
24 VR JARDEN CORP 1 875%	471109AH1					X					12/17/2013	12/23/2015	7,160	7,160	5,491						1,669
25 VR JARDEN CORP 1 875%	471109AH1					X					9/5/2014	12/23/2015	3,580	3,580	2,277						853
26 KEELY SMALL CAP VAL FD	487300B08					X					1/25/2013	10/21/2016	103,878	103,878	100,000						3,878
27 KEELY SMALL CAP VAL FD	487300B08					X					5/9/2013	10/21/2016	43,994	43,994	45,609						-1,615
28 LAM RESEARCH CORPORA 1	512807AL2					X					4/18/2013	12/23/2015	4,332	4,332	3,267						1,065
29 LIBERTY MEDIA CORP 1 37%	531229A8B					X					1/5/2015	12/23/2015	4,815	4,815	4,881						-65
30 LONGLEAF PARTNERS FUND	543069108					X					1/10/2013	10/18/2016	137,978	137,978	150,000						-12,022
31 LONGLEAF PARTNERS FUND	543069108					X					4/2/2015	12/23/2015	1,859	1,859	5,458						-3,589
32 SOUTHWESTERN ENERGY C	845467208					X					11/29/2010	11/17/2015	1,100	1,100	1,138						-38
33 STANLEY BLACK & DECKER	854502309					X					6/30/2011	11/17/2015	300	300	362						-62
34 STANLEY BLACK & DECKER	854502309					X					11/4/2010	11/17/2015	2,300	2,300	2,437						-137
35 STANLEY BLACK & DECKER	854502309					X					5/9/2013	11/17/2015	1,800	1,800	2,352						-552
36 STANLEY BLACK & DECKER II	854502606					X					11/18/2015	11/23/2015	3,383	3,383	2,300						1,083
37 STANLEY BLACK & DECKER II	854502606					X					11/18/2015	11/23/2015	1,618	1,618	1,100						518
38 STANLEY BLACK & DECKER II	854502606					X					11/18/2015	11/23/2015	441	441	300						141
39 LONGLEAF PARTNERS FUND	543069108					X					1/14/2013	10/18/2016	45,877	45,877	50,000						-4,123
40 LONGLEAF PARTNERS FUND	543069108					X					5/9/2013	10/18/2016	42,126	42,126	50,000						-7,874
41 LONGLEAF PARTNERS FUND	543069108					X					8/6/2013	10/18/2016	40,752	40,752	50,000						-9,248
42 MACQUARIE INFRASTRUC 2	55608BA03					X					7/10/2015	12/23/2015	5,469	5,469	5,262						207
43 MEDIDATA SOLUTIONS 1 00	58471AAB1					X					1/15/2013	12/23/2015	5,400	5,400	6,111						-711
44 MICROCHIP TECHNOLOGY 2	585017AB0					X					7/15/2015	12/23/2015	3,842	3,842	2,570						1,272
45 MOLINA HEALTHCARE IN 1 B	60855RAD2					X					8/2/2015	4/7/2016	4,850	4,850	5,451						-601
46 NEWPARK ALTERNATIVES	638727885					X					10/21/2010	12/23/2015	915	915	1,091						-176
47 NEWPARK RESOURCES IN 4	65171BAC2					X					11/19/2015	11/23/2015	2,647	2,647	1,800						847
48 STANLEY BLACK & DECKER I	854502606					X					11/23/2015	12/23/2015	7,556	7,556	7,684						-128
49 STANLEY BLACK & DECKER I	854502606					X					5/9/2013	12/23/2015	1,420	1,420	2,429						-1,009
50 STANLEY BLACK & DECKER I	854502606					X					6/28/2010	12/14/2015	72,555	72,555	79,844						-7,188
51 STONE ENERGY CORP 1 74	861542A08					X					3/3/2014	12/14/2015	11,056	11,056	15,172						-4,116
52 MLN ELEMENTS ROGERS AC	870297603					X					3/27/2014	12/14/2015	61,559	61,559	115,964						-54,405
53 MLN ELEMENTS ROGERS AC	870297603					X					4/2/2015	12/14/2015	83,295	83,295	83,295						-21,736
54 MLN ELEMENTS ROGERS TO	870297801					X					5/2/2014	4/7/2016	47,803	47,803	51,873						-4,070
55 SPDR DJ WILSHIRE INTERNA	78463X863					X					12/19/2013	2/18/2016	27,812	27,812	30,109						-2,297
56 SPDR DJ WILSHIRE INTERNA	78463X863					X					4/2/2014	2/18/2016	12,192	12,192	13,023						-831
57 RFDWORTH SEIX FLOATIN	794661A06					X					4/2/2014	12/23/2015	2,538	2,538	2,324						214
58 SALESFORCE COM SR CP 0	794661A06					X					6/12/2014	12/23/2015	3,806	3,806	3,322						484
59 SALESFORCE COM SR CP 0	794661A06					X					4/17/2015	12/23/2015	5,162	5,162	5,152						10
60 SAN DISK CORPORATION 0 3	8004CAFE8					X					4/30/2015	12/23/2015	4,150	4,150	5,286						-1,136
61 SAN DISK CORPORATION 0 3	8004CAFE8					X					12/1/2010	12/23/2015	915	915	915						0
62 A SCHULMAN INC 6 00% PFD	808194302					X					2/13/2015	12/23/2015	2,745	2,745	3,520						-775
63 NEWPARK RESOURCES IN 4	65171BAC2					X					7/24/2013	12/23/2015	5,052	5,052	5,164						-112
64 NEWPARK RESOURCES IN 4	65171BAC2					X					9/27/2012	12/23/2015	3,382	3,382	3,120						262
65 NUANCE COMMUNICATION 2	670207AF7					X					12/29/2014	12/23/2015	2,255	2,255	2,400						-145
66 ON SEMICONDUCTOR COR 2																					

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Capital Gains/Losses		Gross Sales Price	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss
								Other sales	Other sales			Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	
Long Term CG Distributions	Amount										1,870,803				50,922
Short Term CG Distributions	124,529										0				0
73 RED HAT INC 0.250% PD	766572A04	X				10/9/2015	12/23/2015		5,120		4,957				163
74 RIDGEWORTH SEIX FLOATIN	766281B78	X				1/10/2013	4/7/2016		92,461	100,000					-7,539
75 RIDGEWORTH SEIX FLOATIN	766281B78	X				1/14/2013	4/7/2016		46,231	50,000					-3,769
76 WASATCH EMERGING MKT S	936793884	X				8/1/2012	4/7/2016		46,662	48,598					-1,936
77 XPO LOGISTICS INC 4.500%	963793AA8	X				10/2/2012	12/23/2015		3,360	1,890					1,390
78 XPO LOGISTICS INC 4.500%	963793AA8	X				4/28/2014	12/23/2015		1,690	1,769					-79
79 XLINX INC 2.825% 6/15	963919AF8	X				9/27/2012	12/23/2015		6,580	5,290					1,290
80 ALLERGAN PLC 5.600% PFD	G0177J116	X				2/26/2015	12/23/2015		5,126	5,088					38
81 FIAT CHRYSLER AUTOMOBIL	N81738110	X				12/22/2014	12/23/2015		5,707	5,246					461
82 TELEFLEX INC 3.875% 6	879369AA4	X				1/10/2010	12/23/2015		2,147	1,062					1,085
83 TELEFLEX INC 3.875% 8	879369AA4	X				1/10/2010	12/23/2015		2,147	1,028					1,119
84 TELEFLEX INC 3.875% 8	879369AA4	X				8/10/2010	12/23/2015		4,294	2,047					2,247
85 TELEFLEX INC 3.875% 8	879369AA4	X				5/9/2013	12/23/2015		2,147	1,398					749
86 TEVA PHARMACEUTICAL 0.2	86163VAE9	X				11/2/2011	12/23/2015		4,728	3,156					1,572
87 TYSON FOODS INC 4.750% P	902494301	X				5/12/2015	12/23/2015		6,530	5,260					1,270
88 VERINT SYSTEMS INC 1.500	92343XA48	X				7/30/2014	12/23/2015		4,619	5,171					-552
89 WABASH NATIONAL CORP 3	929566A10	X				4/19/2012	12/23/2015		2,378	2,069					309
90 WABASH NATIONAL CORP 3	929566A10	X				2/26/2013	12/23/2015		1,169	1,174					-5
91 UNRECAPTURED SECTION 1		X							341						341
92 SECTION 1231 GAIN		X							5,721						5,721
93 S/T GAIN FROM PARTNERSH		X							985						985
94 LT GAIN FROM PARTNERSH		X							93,993						93,993

Part I, Line 11 (990-PF) - Other Income

		9,695	9,695	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	PARTNERSHIP INCOME	5,285	5,285	
2	OTHER INCOME	4,410	4,410	

Part I, Line 16b (990-PF) - Accounting Fees

		1,101	0	0	1,101
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)	
1 TAX PREP FEES	1,101			1,101	

Part I, Line 16c (990-PF) - Other Professional Fees

		4,454	0	0	4,454
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TRANSLATION EXPENSE	4,454			4,454

Part I, Line 18 (990-PF) - Taxes

		16,107	1,900	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	1,900	1,900		
2	PY Excise Tax Due	14,207			

Part I, Line 23 (990-PF) - Other Expenses

		24	14	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	State AG Fees	10	0		10
2	Partnership Expenses	14	14		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			9,455,794	9,170,241	9,326,685
2	SEE ATTACHED		0	9,170,241	9,326,685
3			0		
4			0		
5			0		
6			0		
7			0		
8			0		
9			0		
10			0		
11			0		
12			0		
13			0		
14			0		
15			0		
16			0		
17			0		
18			0		
19			0		
20			0		
21			0		
22			0		
23			0		
24			0		
25			0		
26			0		
27			0		
28			0		
29			0		
30			0		
31			0		
32			0		
33			0		
34			0		

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Federal Excise Tax Refund	1	6,406
2	Partnership Income Adjustment	2	48,492
3	Cost Basis Adjustment	3	3,232
4	Mutual Fund Timing Difference	4	29
5	Total	5	58,159

Line 5 - Decreases not included in Part III, Line 2

1	Partnership Income Adjustment	1	114,369
2	PY Return of Capital Adjustment	2	3,201
3	Total	3	117,570

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount															
				124,529		0		1,746,274		0		1,819,881		-73,607		0		-73,607	
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/89	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis of Losses						
70 POST HLDS INC	37448609		7/13/2015	12/23/2015	6,174		0	5,315	859		0	0	859						
71 THE PRICELINE GROUP INC	741503AQ9		8/28/2013	12/23/2015	2,848		0	2,513	335		0	0	335						
72 RPM INTERNATIONAL INC	749688A10		12/6/2013	12/23/2015	2,245		0	2,148	97		0	0	97						
73 RED HAT INC	0250Q10		10/9/2015	12/23/2015	5,120		0	4,957	163		0	0	163						
74 RIDGEWORTH SEIX FLOATN	76628T678		1/10/2013	4/7/2016	92,461		0	100,000	-7,539		0	0	-7,539						
75 RIDGEWORTH SEIX FLOATN	76628T678		1/14/2012	4/7/2016	46,231		0	50,000	-3,769		0	0	-3,769						
76 WASATCH EMERGING MKTS	936793884		8/1/2012	4/7/2016	46,662		0	48,598	-1,936		0	0	-1,936						
77 XPO LOGISTICS INC	983793AA8		10/2/2012	12/23/2015	3,380		0	1,990	1,390		0	0	1,390						
78 XPO LOGISTICS INC	983793AA8		4/28/2014	12/23/2015	1,690		0	1,769	-79		0	0	-79						
79 XILINX INC	2625Q6A13		9/27/2012	12/23/2015	6,580		0	5,290	1,290		0	0	1,290						
80 ALLERGAN PLC	5500Q PFD		2/26/2015	12/23/2015	5,126		0	5,088	38		0	0	38						
81 FIAT CHRYSLER AUTOMOBIL	N31738110		12/22/2014	12/23/2015	5,707		0	5,246	461		0	0	461						
82 TELEFLEX INC	3875Q B		11/10/2010	12/23/2015	2,147		0	1,082	1,065		0	0	1,065						
83 TELEFLEX INC	3875Q A4		12/1/2010	12/23/2015	2,147		0	1,028	1,119		0	0	1,119						
84 TELEFLEX INC	3875Q B		8/10/2010	12/23/2015	4,294		0	2,047	2,247		0	0	2,247						
85 TELEFLEX INC	3875Q A4		5/9/2013	12/23/2015	2,147		0	1,998	749		0	0	749						
86 TEVA PHARMACEUTICAL Q2	88163VAE9		11/2/2011	12/23/2015	4,728		0	3,166	1,572		0	0	1,572						
87 TYSON FOODS INC	4750Q P1		5/12/2015	12/23/2015	6,530		0	5,260	1,270		0	0	1,270						
88 VERINT SYSTEMS INC	1500		7/30/2014	12/23/2015	4,619		0	5,171	-552		0	0	-552						
89 WABASH NATIONAL CORP 3	929566AH0		4/18/2012	12/23/2015	2,378		0	2,069	309		0	0	309						
90 WABASH NATIONAL CORP 3	929566AH0		2/26/2013	12/23/2015	1,189		0	1,174	15		0	0	15						
91 UNRECAPTURED SECTION 1					341		0	0	341		0	0	341						
92 SECTION 1231 GAIN					5,721		0	0	5,721		0	0	5,721						
93 S/T GAIN FROM PARTNERSH					966		0	0	966		0	0	966						
94 S/T GAIN FROM PARTNERSH					93,993		0	0	93,993		0	0	93,993						

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week (SEE ATTAC)	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	PO BOX 63954 MAC A0348-012	SAN FRANCISCO	CA	94163		TRUSTEE		101,248		
										101,248	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	6,110
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	6,110

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	127,728
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	127,728



Account Statement For:
SATURNO FOUNDATION FDN. T/U/A MAIN

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
MONEY MARKET							
SECURED MARKET DEPOSIT ACCOUNT <i>Asset held in Invested Income Portfolio</i>	171,174.880		\$171,174.88	\$171,174.88	\$0.00	\$154.06	0.09%
SECURED MARKET DEPOSIT ACCOUNT	159,194.770		159,194.77	159,194.77	0.00	143.27	0.09
Total Money Market			\$330,369.65	\$330,369.65	\$0.00	\$297.33	0.09%
Total Cash & Equivalents			\$330,369.65	\$330,369.65	\$0.00	\$297.33	0.09%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income							
DOMESTIC MUTUAL FUNDS							
DODGE & COX INCOME FD COM #147 SYMBOL: DODIX CUSIP: 256210105	99,000.063	\$13.840	\$1,370,160.87	\$1,330,000.00	\$40,160.87	\$43,362.03	3.16%
PRINCIPAL PREFERRED SECURITIES FUND CLASS INS #4929 SYMBOL: PPSIX CUSIP: 74253Q416	14,930.883	10.230	152,742.93	150,000.00	2,742.93	7,450.51	4.88
VANGUARD INTERMEDIATE-TERM TREASURY FUND ADMIRAL SHARES #0535 SYMBOL: VFIUX CUSIP: 922031828	17,497.813	11.550	202,099.74	200,000.00	2,099.74	3,394.58	1.68
Total Domestic Mutual Funds			\$1,725,003.54	\$1,680,000.00	\$45,003.54	\$54,207.12	3.14%



Account Statement For:
SATURNO FOUNDATION FDN. T/U/A MAIN

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Fixed Income (continued)							
INTERNATIONAL MUTUAL FUNDS							
ASHMORE EMERGING MARKETS CORPORATE DEBT FUND CLASS-INS SYMBOL: EMCIX CUSIP: 044820504	21,949.329	\$8.240	\$180,862.47	\$218,518.34	-\$37,655.87	\$15,891.31	8.79%
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND CLASS I SYMBOL: FMKIX CUSIP: 315920702	10,759.146	13.900	149,552.13	150,000.00	-447.87	7,811.14	5.22
TEMPLETON GLOBAL BOND FUND - ADVISOR CLASS #616 SYMBOL: TGBAX CUSIP: 880208400	34,269.501	11.560	396,155.43	403,577.91	-7,422.48	11,240.40	2.84
Total International Mutual Funds			\$726,570.03	\$772,096.25	-\$45,526.22	\$34,942.85	4.81%
Total Fixed Income			\$2,451,573.57	\$2,452,096.25	-\$522.68	\$89,149.97	

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities							
DOMESTIC MUTUAL FUNDS							
DRIEHAUS MICRO CAP GROWTH SYMBOL: DMCRX CUSIP: 262028798	10,304.659	\$11.480	\$118,297.49	\$115,000.00	\$3,297.49	\$0.01	0.00%
EDGEWOOD GROWTH INSTL #2131 SYMBOL: EGFIX CUSIP: 0075W0759	10,003.084	22.410	224,169.11	214,466.11	9,703.00	41.01	0.02
ISHARES MSCI ACWI ETF SYMBOL: ACWI CUSIP: 464288257	4,330.000	57.970	251,010.10	243,515.48	7,494.62	6,304.48	2.51
ISHARES RUSSELL 2000 ETF SYMBOL: IWM CUSIP: 464287655	1,250.000	118.500	148,125.00	150,314.12	-2,189.12	2,233.75	1.51
ISHARES S&P 100 ETF SYMBOL: OEF CUSIP: 464287101	7,870.000	94.610	744,580.70	474,461.13	270,119.57	15,566.86	2.09
MFS VALUE FUND-CLASS I SYMBOL: MEIIX CUSIP: 552983694	9,313.038	34.890	324,931.90	320,000.00	4,931.90	5,774.08	1.78



Account Statement For:
SATURNO FOUNDATION FDN. T/U/A MAIN

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
DOMESTIC MUTUAL FUNDS (continued)							
PRINCIPAL MIDCAP FUND CLASS IN #4749	4,580.852	22.210	101,740.72	100,000.00	1,740.72	121.39	0.12
SYMBOL: PCBIX CUSIP: 74253Q747							
SALIENT INTERNATIONAL SMALL CAP FUND CLASS INS #16121	12,704.332	17.340	220,293.12	190,000.00	30,293.12	2,337.60	1.06
SYMBOL: PTSCX CUSIP: 349913822							
SPDR S & P 500 ETF TRUST	4,720.000	212.550	1,003,236.00	717,172.89	286,063.11	20,871.84	2.08
SYMBOL: SPY CUSIP: 78462F103							
WELLS FARGO ABSOLUTE RETURN FUND CLASS ADM #3727 D	10,668.974	10.520	112,237.61	108,823.53	3,414.08	205.59	0.18
SYMBOL: WARDX CUSIP: 94987W307							
WISDOMTREE EMERGING MARKETS HIGH DIVIDEND FUND	4,545.000	37.930	172,391.85	152,395.19	19,996.66	6,213.02	3.60
SYMBOL: DEM CUSIP: 97717W315							
WISDOMTREE JAPAN HEDGED EQUITY FUND	2,000.000	45.150	90,300.00	98,882.20	-8,582.20	1,762.00	1.95
SYMBOL: DXJ CUSIP: 97717W851							
Total Domestic Mutual Funds			\$3,511,313.60	\$2,885,030.65	\$626,282.95	\$61,431.63	1.75%
INTERNATIONAL MUTUAL FUNDS							
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND #5840	20,728.650	\$13.580	\$281,495.07	\$296,817.17	-\$15,322.10	\$345.75	0.12%
SYMBOL: ABEMX CUSIP: 003021714							
DODGE & COX INTERNATIONAL STOCK FUND #1048	3,512.058	38.820	136,338.09	150,000.00	-13,661.91	2,950.13	2.16
SYMBOL: DODFX CUSIP: 256206103							
JOHCM INTERNATIONAL SELECT FUND CLASS I #180	11,931.818	19.320	230,522.72	210,000.00	20,522.72	789.89	0.34
SYMBOL: JOHIX CUSIP: 00770G847							
TEMPLETON EMERGING MARKETS SMALL CAP FUND CLASS ADV #626	4,397.537	12.800	56,288.47	50,000.00	6,288.47	280.12	0.50
SYMBOL: TEMZX CUSIP: 88019R690							



Account Statement For:
SATURNO FOUNDATION FDN. T/U/A MAIN

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Equities (continued)							
INTERNATIONAL MUTUAL FUNDS (continued)							
VANGUARD FTSE EUROPE ETF SYMBOL: VGK CUSIP: 922042874	6,200,000	47.010	291,462.00	349,349.54	- 57,887.54	10,310.60	3.54
WELLS FARGO EMERGING MARKETS EQUITY INCOME FUND CLASS-I #3166 SYMBOL: EQIX CUSIP: 94975P371	9,587,728	10.300	98,753.60	100,000.00	- 1,246.40	2,368.17	2.40
WISDOMTREE EUROPE HEDGED EQUITY FUND SYMBOL: HEDJ CUSIP: 97717X701	5,900,000	54.320	320,488.00	330,938.08	- 10,450.08	9,198.10	2.87
Total International Mutual Funds			\$1,415,347.95	\$1,487,104.79	-\$71,756.84	\$26,242.76	1.85%
Total Equities			\$4,926,661.55	\$4,372,135.44	\$554,526.11	\$87,674.39	1.78%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213 SYMBOL: AQMIX CUSIP: 00203H859	21,829,513	\$9.770	\$213,274.34	\$235,000.00	-\$21,725.66	\$9,976.09	4.68%
BOSTON PARTNERS LONG/SHORT RESEARCH FUND CLASS INS SYMBOL: BPIRX CUSIP: 74925K581	15,921,917	15.040	239,465.63	250,000.00	- 10,534.37	0.00	0.00
PRINCIPAL GLOBAL MULTI-STRATEGY FUND CLASS INST #4684 SYMBOL: PSMIX CUSIP: 74255L696	18,921,476	10.810	204,541.16	200,000.00	4,541.16	1,676.44	0.82
Total Other			\$657,281.13	\$685,000.00	-\$27,718.87	\$11,652.53	1.77%
Total Alternative Investments			\$657,281.13	\$685,000.00	-\$27,718.87	\$11,652.53	1.77%

Account Statement For:
SATURNO FOUNDATION FDN. T/U/A MAIN



ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Assets							
REAL ASSET FUNDS							
COHEN & STEERS INSTITUTIONAL REALTY SHARES #1263 SYMBOL: CSRIX CUSIP: 19247U106	3,762.569	\$46.430	\$174,696.08	\$152,158.28	\$22,537.80	\$5,128.38	2.94%
E-TRACS ALERIAN MLP INFRASTRUCTURE ETN DTD 04/01/10 04/02/2040 SYMBOL: MLP1 CUSIP: 902641646	5,650.000	26.720	150,968.00	177,770.16	- 26,802.16	10,593.75	7.02
JP MORGAN ALERIAN MLP INDEX EXCHANGE TRADED NOTE DTD 04/02/09 05/24/2024 SYMBOL: AMJ CUSIP: 46625H365	3,330.000	30.140	100,366.20	120,822.72	- 20,456.52	7,169.49	7.14
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL: RWX CUSIP: 78463X863	5,200.000	38.980	202,696.00	211,625.96	- 8,929.96	5,756.40	2.84
VANGUARD REIT VIPER SYMBOL: VNQ CUSIP: 922908553	2,050.000	81.760	167,608.00	135,743.68	31,864.32	6,926.95	4.13
Total Real Asset Funds			\$796,334.28	\$798,120.80	-\$1,786.52	\$35,574.97	4.47%
Total Real Assets			\$796,334.28	\$798,120.80	-\$1,786.52	\$35,574.97	4.47%
TOTAL ASSETS			\$9,162,220.18	\$8,637,722.14	\$524,498.04	\$224,349.19	



Account Statement For:
SATURNO FOUNDATION-AIG-PEQ

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
MONEY MARKET							
SECURED MARKET DEPOSIT ACCOUNT	14,913.570		\$14,913.57	\$14,913.57	\$0.00	\$13.42	0.09%
SECURED MARKET DEPOSIT ACCOUNT	345.290		345.29	345.29	0.00	0.31	0.09
<i>Asset held in Invested Income Portfolio</i>							
Total Money Market			\$15,258.86	\$15,258.86	\$0.00	\$13.73	0.09%
Total Cash & Equivalents			\$15,258.86	\$15,258.86	\$0.00	\$13.73	0.09%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Alternative Investments							
OTHER							
PINEBRIDGE PEP IV (NOV 2006 CLOSE)	551,275.000	\$0.459	\$253,035.23	\$612,888.96	-\$359,853.73	\$0.00	0.00%
<i>(\$1MM)</i>							
Total Other			\$253,035.23	\$612,888.96	-\$359,853.73	\$0.00	0.00%
Total Alternative Investments			\$253,035.23	\$612,888.96	-\$359,853.73	\$0.00	0.00%

ACCOUNT VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
TOTAL ASSETS	\$628,147.82	-\$359,853.73	\$13.73

Account Statement For:
SATURNO FOUNDATION-MOL-SW2



ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Cash & Equivalents							
MONEY MARKET							
SECURED MARKET DEPOSIT ACCOUNT <i>Asset held in Invested Income Portfolio</i>	183.020		\$183.02	\$183.02	\$0.00	\$0.16	0.09%
SECURED MARKET DEPOSIT ACCOUNT	11,252.830		11,252.83	11,252.83	0.00	10.13	0.09
Total Money Market			\$11,435.85	\$11,435.85	\$0.00	\$10.29	0.09%
Total Cash & Equivalents			\$11,435.85	\$11,435.85	\$0.00	\$10.29	0.09%

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
Real Assets							
REAL ASSET FUNDS							
SUSTAINABLE WOODLANDS FUND II LP	250,000.000	\$0.967	\$241,800.00	\$250,000.00	-\$8,200.00	\$0.00	0.00%
Total Real Asset Funds			\$241,800.00	\$250,000.00	-\$8,200.00	\$0.00	0.00%
Total Real Assets			\$241,800.00	\$250,000.00	-\$8,200.00	\$0.00	0.00%

TOTAL ASSETS	ACCOUNT VALUE AS OF 10/31/16	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
	\$253,235.85	\$261,435.85	-\$8,200.00	\$10.29