EXTENDED TO NOVEMBER 15, 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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.*

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: THE SOKOLOFF FOUNDATION, INC.

A Employer identification number: 13-6155196

Number and street (or P O box number if mail is not delivered to street address): 200 EAST 78TH STREET — Room/suite: 16D

B Telephone number: 212-744-5337

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10075-2017

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 9,788,964.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

	Line		(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	306,018.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	198,679.	198,679.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	233,981.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 812,827.				
	7	Capital gain net income (from Part IV, line 2)		344,971.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	738,678.	543,650.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 3	11,439.	2,860.		8,579.
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 4	25,023.	2,023.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 5	1,921.	471.		1,450.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,383.	5,354.		10,029.
	25	Contributions, gifts, grants paid	615,662.			615,662.
	26	**Total expenses and disbursements.** Add lines 24 and 25	654,045.	5,354.		625,691.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	84,633.			
	b	**Net investment income** (if negative, enter -0-)		538,296.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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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	75,675.	68,084.	68,084.
	2 Savings and temporary cash investments	342,893.	137,063.	137,063.
	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 6	6,766,207.	7,068,900.	9,583,817.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 7)	5,279.	0.	0.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	7,190,054.	7,274,047.	9,788,964.
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 ▶ [X] 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	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	7,190,054.	7,274,047.	
	30 **Total net assets or fund balances**	7,190,054.	7,274,047.	
	31 **Total liabilities and net assets/fund balances**	7,190,054.	7,274,047.	

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	7,190,054.
2	Enter amount from Part I, line 27a	2	84,633.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,274,687.
5	Decreases not included in line 2 (itemize) ▶ NONDEDUCTIBLE CONTRIBUTIONS	5	640.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,274,047.

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	THRU MORGAN STANLEY - SEE SCHEDULE 1	P		
b	THRU MORGAN STANLEY - SEE SCHEDULE 1	P		
c	THRU MORGAN STANLEY - SEE SCHEDULE 1	P		
d	CAPITAL GAINS DIVIDENDS			
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	50,629.		67,559.	-16,930.
b	92,223.		95,073.	-2,850.
c	662,286.		305,224.	357,062.
d	7,689.			7,689.
e				

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

	(i) F.M.V. as of 12/31/69	(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				-16,930.
b				-2,850.
c				357,062.
d				7,689.
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 — 344,971.

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))
2015	339,020.	9,532,357.	.035565
2014	317,561.	9,881,440.	.032137
2013	382,951.	8,470,906.	.045208
2012	152,728.	7,115,339.	.021465
2011	220,033.	6,566,150.	.033510

2	**Total** of line 1, column (d)	2	.167885
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	.033577
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	9,184,465.
5	Multiply line 4 by line 3	5	308,387.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,383.
7	Add lines 5 and 6	7	313,770.
8	Enter qualifying distributions from Part XII, line 4	8	625,691.

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

Part 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 ▶ [X] and enter 1% of Part I, line 27b		1	5,383.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	5,383.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	5,383.
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 33,141.		
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	33,141.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	27,758.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	12,000. **Refunded** ▶	11	15,758.

Part VII-A Statements Regarding Activities

		Line	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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*	8b	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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)	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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ STEPHEN SOKOLOFF Telephone no. ▶ 212-744-5337

Located at ▶ 200 EAST 78TH STREET, APT# 16D, NEW YORK, NY ZIP+4 ▶ 10075-2017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2016, 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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☒ Yes ☐ No			
	If "Yes," list the years ▶ 2014 , , ,			
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	X	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ , , ,			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016.)* N/A	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 2016?	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEPHEN SOKOLOFF 200 EAST 78TH STREET,APT #16D NEW YORK, NY 10075	MANAGER/TRUSTEE 10.00	0.	0.	0.
HELENA LOUISE SOKOLOFF 200 EAST 78TH STREET,APT #16D NEW YORK, NY 10075	VICE PRESIDENT/SECRETARY 5.00	0.	0.	0.

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

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

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

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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	8,882,517.
b	Average of monthly cash balances	1b	441,813.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	9,324,330.
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	9,324,330.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	139,865.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,184,465.
6	**Minimum investment return.** Enter 5% of line 5	6	459,223.

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	459,223.
2a	Tax on investment income for 2016 from Part VI, line 5 2a 5,383.		
b	Income tax for 2016. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	5,383.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	453,840.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	453,840.
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	453,840.

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	625,691.
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	625,691.
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	5,383.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	620,308.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				453,840.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			466,041.	
b Total for prior years: 2014 , ____ , ____		103,761.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 625,691.				
a Applied to 2015, but not more than line 2a			466,041.	
b Applied to undistributed income of prior years (Election required - see instructions) *		103,761.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				55,889.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				397,951.
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 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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 2016, 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	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
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					

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).)

STEPHEN SOKOLOFF

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 ▶ [X] 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
a *Paid during the year*				
SEE ATTACHED SCHEDULE 3	N/A	PC	IN SUPPORT OF THE ORGANIZATIONS TAX EXEMPT PURPOSE	615,662.
Total			▶ 3a	615,662.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	198,679.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	233,981.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		432,660.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	432,660.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

X [signature] | 7/26/17 | PRESIDENT

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN KLEIN	[signature]	7/11/17		P00638200

Firm's name ▶ PKF O'CONNOR DAVIES, LLP — Firm's EIN ▶ 27-1728945

Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022 — Phone no. 212-286-2600

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990* .

OMB No 1545-0047

2016

Name of the organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year ▶ $ ____________

Caution: An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 74,970.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
2	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 55,066.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
3	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 60,336.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
4	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 75,060.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
5	STEPHEN SOKOLOFF 215 FOX MEADOW ROAD SCARSDALE, NY 10583	$ 40,586.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

Part II **Noncash Property** (See instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	3,000 SHS QUESTAR CORP	$ 74,970.	04/20/16
2	2,200 SHS QUESTAR CORP	$ 55,066.	06/08/16
3	2,400 SHS QUESTAR CORP	$ 60,336.	07/12/16
4	3,000 SHS QUESTAR CORP	$ 75,060.	08/17/16
5	200 SHS HUMANA	$ 40,586.	12/21/16
		$	

Name of organization	Employer identification number
THE SOKOLOFF FOUNDATION, INC.	13-6155196

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF | GAIN OR (LOSS) FROM SALE OF ASSETS | STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE 1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50,629.	67,559.	0.	0.	-16,930.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE 1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
92,223.	95,073.	0.	0.	-2,850.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
THRU MORGAN STANLEY - SEE SCHEDULE 1	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
662,286.	416,214.	0.	0.	246,072.

CAPITAL GAINS DIVIDENDS FROM PART IV	7,689.
TOTAL TO FORM 990-PF, PART I, LINE 6A	233,981.

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
MORGAN STANLEY - DIVIDENDS	206,350.	7,689.	198,661.	198,661.	
MORGAN STANLEY - INTEREST	18.	0.	18.	18.	
TO PART I, LINE 4	206,368.	7,689.	198,679.	198,679.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,439.	2,860.		8,579.
TO FORM 990-PF, PG 1, LN 16B	11,439.	2,860.		8,579.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,023.	2,023.		0.
FEDERAL EXCISE TAX PAID	23,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	25,023.	2,023.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TELEPHONE	1,200.	0.		1,200.
BANK CHARGES	71.	71.		0.
BOOKKEEPING SERVICES	400.	400.		0.
FILING FEES	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	1,921.	471.		1,450.

FORM 990-PF | CORPORATE STOCK | STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE SCHEDULE 2	7,068,900.	9,583,817.
TOTAL TO FORM 990-PF, PART II, LINE 10B	7,068,900.	9,583,817.

FORM 990-PF | OTHER ASSETS | STATEMENT 7

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
UNSETTLED PURCHASES/SALES	5,279.	0.	0.
TO FORM 990-PF, PART II, LINE 15	5,279.	0.	0.

Account Detail

Active Assets Account
052-140896-141

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Investment Objectives†. Capital Appreciation, Income, Speculation

Brokerage Account

† Inform us if your investment objectives, as defined in the Expanded Disclosures, change

HOLDINGS

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

CASH, BANK DEPOSIT PROGRAM AND MONEY MARKET FUNDS

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

Description	Market Value	7-Day Current Yield %	Est Ann Income	APY %
MORGAN STANLEY BANK N.A. #	$137,062.79	—	$14 00	0 010

	Percentage of Holdings	Market Value	Est Ann Income
CASH, BDP, AND MMFs	1.41%	$137,062.79	$14.00

 # Bank Deposits are held at Morgan Stanley Bank, N.A and/or Morgan Stanley Private Bank, National Association affiliates of Morgan Stanley Smith Barney LLC and each a national bank and FDIC member

STOCKS

COMMON STOCKS

Morgan Stanley & Co LLC (Morgan Stanley) and Morningstar, Inc 's equity research ratings are shown for certain securities These ratings represent the opinions of the research provider and are not representations or guarantees of performance The applicable research report contains more information regarding the analyst's opinions, analysis, and rating, and you should read the entire research report and not infer its contents For ease of comparison, Morgan Stanley and Morningstar, Inc 's equity research ratings have been normalized to a 1 (Buy) 2 (Hold), and 3 (Sell) Refer to your June or December statement for a summary guide describing the ratings We do not take responsibility for, nor guarantee the accuracy, completeness, or timeliness of research prepared for Morningstar, Inc

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
AMERICAN EXPRESS CO (AXP)	10/14/10	1,000 000	$39 702	$74 080	$39,701 85	$74,080 00	$34,378 15 LT		
	1/25/11	200 000	45 450	74 080	9,090 00	14,816 00	5,726 00 LT		
	2/17/15	300 000	79 671	74 080	23,901 33	22,224 00	(1,677 33) LT		
	7/8/15	300 000	77 257	74 080	23,176 98	22,224 00	(952 98) LT		
	9/22/15	300 000	76 700	74 080	23,009 87	22,224 00	(785 87) LT		

Schedule 2 - Investments Held at 12-31-2016

Account Detail

Active Assets Account 052-140896-141

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	12/18/15	400 000	68 953	74 080	27,581 38	29,632 00	2,050 62 LT		
	Total	2,500 000			146 461 41	**185,200.00**	38 738 59 LT	3,200 00	1 72
Rating Morgan Stanley 2, Morningstar 2, Next Dividend Payable 02/2017 Asset Class Equities									
AMGEN INC (AMGN)	2/23/16	200 000	149 669	146 210	29,933 85	29,242 00	(691 85) ST		
	5/11/16	200 000	157 163	146 210	31,432 69	29,242 00	(2,190 69) ST		
	Total	400 000			61 366 54	**58,484.00**	(2,882 54) ST	1,840.00	3 14
Rating Morgan Stanley 1 Morningstar 1, Next Dividend Payable 03/2017, Asset Class Equities									
ANADARKO PETE (APC)	6/27/97	80 000	27 705	69 730	2,216 36	5,578 40	3,362 04 LT 1		
	11/26/99	910 000	15 441	69 730	14,051 42	63,454 30	49,402 88 LT 1		
	2/16/00	910 000	12 286	69 730	11 180 37	63,454 30	52,273 93 LT 1		
	8/28/03	1,000 000	21 985	69 730	21,985 00	69,730.00	47,745 00 LT		
	Total	2 900 000			49 433 15	**202,217.00**	152,783 85 LT	580 00	0 28
Rating Morgan Stanley, 1 Morningstar 3, Next Dividend Payable 03/2017, Asset Class Equities									
CABOT OIL & GAS CORP A (COG)	3/21/14	800 000	33 439	23 360	26,751 22	18,688 00	(8,063 22) LT		
	3/24/14	800 000	33 113	23 360	26,490 28	18,688 00	(7,802 28) LT		
	4/11/14	800 000	32 984	23 360	26,387 56	18,688 00	(7,699 56) LT		
	12/31/15	1,300 000	17 743	23 360	23 065 62	30,368 00	7,302 38 ST		
	Total	3,700 000			102 694 68	**86,432.00**	(23,565 06) LT 7,302 38 ST	296 00	0 34
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 02/2017, Asset Class Equities									
CHESAPEAKE ENERGY CORP (CHK)	5/23/13	1,200 000	20 707	7 020	24 848 58	8,424 00	(16,424 58) LT		
	8/22/13	1,000 000	24 397	7 020	24 396 93	7,020.00	(17,376 93) LT		
	9/30/13	1,000 000	24 721	7 020	24,720 59	7,020 00	(17,700 59) LT		
	10/14/13	1 000 000	25 244	7 020	25 244 04	7,020 00	(18,224 04) LT		
	4/17/15	1,400 000	15 701	7 020	21,981 77	9,828 00	(12,153 77) LT		
	Total	5,600 000			121 191 91	**39,312 00**	(81,879 91) LT	—	—
Asset Class Equities									
COMPASS MINERALS INTER INC (CMP)	9/28/12	100 000	75 745	78 350	7,574 47	7,835.00	260 53 LT		
	10/25/12	100 000	78 440	78 350	7 844 05	7,835 00	(9 05) LT		
	2/8/13	300 000	75 529	78 350	22,658 80	23,505 00	846 20 LT		
	12/11/13	300 000	74 793	78 350	22,437 84	23,505 00	1,067 16 LT		
	12/23/13	300 000	79 873	78 350	23,962 02	23,505 00	(457 02) LT		
	1/3/14	300 000	80 619	78 350	24,185 61	23,505 00	(680 61) LT		
	7/29/14	300 000	89 055	78 350	26 716 55	23,505 00	(3,211 55) LT		
	11/19/14	300 000	91 657	78 350	27,497 10	23,505 00	(3,992 10) LT		
	1/5/15	300 000	88 030	78 350	26,408 96	23,505 00	(2,903 96) LT		

003340 MSADD122

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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	2/2/16	300 000	72 762	78 350	21,828 66	23 505 00	1,676 34 ST		
	Total	2,600 000			211 114 06	**203,710.00**	(9,080 40) LT 1,676 34 ST	7,228.00	3 54
Rating. Morningstar 2, Next Dividend Payable 03/2017, Asset Class Equities									
CONOCOPHILLIPS (COP)	1/24/01	279 000	22 036	50 140	6,147 99	13 989 06	7 841 07 LT		
	2/28/01	1,000 000	20 782	50 140	20,782 35	50,140.00	29,357 65 LT		
	12/28/01	721 000	19 254	50 140	13,881 79	36,150 94	22,269.15 LT		
	5/29/12	500 000	54 005	50 140	27,002 40	25,070 00	(1,932 40) LT		
	Total	2,500 000			67 814 53	**125,350.00**	57,535 47 LT	2,500 00	1 99
Rating Morgan Stanley 2, Morningstar 3, Next Dividend Payable 03/2017, Asset Class Equities									
CONSOLIDATED EDISON INC (ED)	6/24/09	500 000	36 833	73 680	18,416 52	36,840 00	18,423 48 LT		
	9/18/09	1,000 000	41 873	73 680	41 873 21	73,680 00	31 806 79 LT		
	Total	1,500 000			60,289 73	**110,520 00**	50 230 27 LT	4,020 00	3 63
Rating Morgan Stanley 3 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Equities									
CORNING INC (GLW)	9/28/07	600 000	24 974	24 270	14 984 35	14,562 00	(422 35) LT		
	9/28/07	200.000	24 974	24 270	4,994 78	4,854 00	(140 78) LT		
	5/22/08	1,000 000	27 456	24 270	27 456 27	24,270 00	(3,186 27) LT		
	8/4/10	1,000 000	19 632	24 270	19,631 64	24,270.00	4,638 36 LT		
	1/6/11	500 000	19 863	24 270	9 931 35	12,135 00	2,203 65 LT		
	1/3/14	1,400 000	18 127	24 270	25,378 39	33,978 00	8,599 61 LT		
	6/24/14	1,200 000	22 422	24 270	26,906 73	29,124 00	2,217 27 LT		
	6/24/15	1,000 000	21 209	24 270	21 208 80	24 270 00	3 061 20 LT		
	7/7/16	1 100 000	20 795	24 270	22,874 51	26,697 00	3,822 49 ST		
	Total	8,000 000			173 366 82	**194,160 00**	16 970 69 LT 3,822 49 ST	4,320 00	2 22
Rating: Morgan Stanley 2, Morningstar 2, Next Dividend Payable 03/2017 Asset Class Equities									
CVS HEALTH CORP COM (CVS)	1/4/16	250 000	97 950	78 910	24,487 46	19,727 50	(4,759 96) ST		
	1/28/16	250 000	95 388	78 910	23 846 93	19.727 50	(4,119 43) ST		
	3/7/16	300 000	99 605	78 910	29,881 37	23,673 00	(6,208 37) ST		
	3/15/16	250 000	102 689	78 910	25,672 14	19,727 50	(5,944 64) ST		
	Total	1,050 000			103 887 90	**82,855 50**	(21,032 40) ST	2,100 00	2 53
Rating Morgan Stanley 2 Morningstar 1, Next Dividend Payable 02/2017, Asset Class Equities									
DOMINION RES INC (D)	3/5/14	400 000	69 455	76 590	27,782 00	30,636 00	2,854 00 LT		
	4/4/14	400 000	70 677	76 590	28,270 74	30,636 00	2,365 26 LT		
	6/2/14	400 000	70 586	76 590	28,234 27	30 636 00	2,401 73 LT		
	6/7/16	300 000	73 745	76 590	22 123.49	22 977 00	853 51 ST		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	6/9/16	300 000	75 099	76 590	22 529 71	22,977 00	447 29 ST		
	Total	1,800 000			128 940 21	**137,862.00**	7,620 99 LT 1,300 80 ST	5,040 00	3 65
Rating Morgan Stanley 2, Morningstar 2 Next Dividend Payable 03/2017, Asset Class Equities									
DOW CHEMICAL CO (DOW)	1/18/12	600 000	33 425	57 220	20,054 73	34,332 00	14,277 27 LT		
	2/13/12	600 000	34 617	57 220	20,770 34	34,332.00	13,561 66 LT		
	4/12/12	800 000	33 142	57 220	26,513 88	45,776 00	19,262 12 LT		
	10/22/12	1,000 000	29 955	57 220	29,955 40	57,220 00	27,264 60 LT		
	Total	3,000 000			97,294 35	**171,660.00**	74,365 65 LT	5,520 00	3 21
Rating Morningstar 2 Next Dividend Payable 01/30/17, Asset Class Equities									
DU PONT EI DE NEMOURS & CO (DD)	1/17/08	500 000	41 323	73 400	20,661 55	36,700 00	16,038 45 LT		
	3/4/08	500 000	44 840	73 400	22 420 24	36 700 00	14 279 76 LT		
	3/12/08	500 000	44 764	73 400	22,382 01	36,700 00	14,317 99 LT		
	10/2/08	500 000	37 304	73 400	18,652 00	36,700 00	18,048 00 LT		
	2/10/09	500 000	22 907	73 400	11 453 32	36,700 00	25,246.68 LT		
	8/20/09	500 000	30 715	73 400	15 357 36	36 700 00	21,342 64 LT		
	8/31/09	500 000	30 552	73 400	15,276 06	36,700 00	21,423 94 LT		
	2/13/13	500 000	45 796	73 400	22,898 22	36,700.00	13,801 78 LT		
	Total	4,000 000			149 100 76	**293,600.00**	144,499 24 LT	6,080 00	2 07
Rating Morningstar 3, Next Dividend Payable 03/2017, Asset Class Equities									
DUKE ENERGY CORP NEW (DUK)	3/3/98	219 925	39 483	77 620	8,683 26	17 070 58	8,387 32 LT 1		
	4/9/98	519 925	40 535	77 620	21,075 30	40,356 58	19 281 28 LT 1		
	4/22/99	666 571	48 229	77 620	32,148 38	51,739 24	19,590 86 LT 1		
	7/29/99	626 579	46 593	77 620	29 194 17	48 635 06	19 440 89 LT 1		
	8/5/13	367 000	72 480	77 620	26 600 33	28 486 54	1,886 21 LT		
	Total	2 400 000			117,701 44	**186,288 00**	68,586 56 LT	8,208 00	4 40
Rating Morgan Stanley 2 Morningstar 1 Next Dividend Payable 03/2017, Asset Class Equities									
ELI LILLY & CO (LLY)	9/30/09	500 000	33 438	73 550	16,719 06	36,775 00	20,055 94 LT		
	10/28/09	500 000	34 457	73 550	17,228 31	36,775 00	19,546 69 LT		
	Total	1 000 000			33,947 37	**73,550 00**	39,602 63 LT	2,080 00	2.82
Rating Morgan Stanley 1, Morningstar 1, Next Dividend Payable 03/2017, Asset Class Equities									
EQT CORPORATION COM NEW (EQT)	7/1/10	300 000	35 616	65 400	10 684 91	19 620 00	8,935 09 LT		
	7/16/10	800 000	36 508	65 400	29,206 44	52,320 00	23,113.56 LT		
	12/27/10	600 000	45 403	65 400	27,242 07	39,240 00	11,997 93 LT		
	12/30/11	500 000	55 671	65 400	27 835 66	32,700 00	4,864 34 LT		
	3/5/12	500 000	53 157	65 400	26,578 67	32,700 00	6,121 33 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	2 700 000			121,547 75	**176,580.00**	55,032 25 LT	324 00	0 18
Rating Morgan Stanley 2, Next Dividend Payable 03/2017, Asset Class Alt									
ESC SEVENTY SEVEN (SESEZ)	5/23/13	85 430	17 745	N/A	1 515 96	N/A	N/A LT		
	8/22/13	71,190	20 908	N/A	1,488 41	N/A	N/A LT		
	9/30/13	71 190	21 185	N/A	1,508 15	N/A	N/A LT		
	10/14/13	71 190	21 341	N/A	1,519 30	N/A	N/A LT		
	7/7/14	1 000 000	26 714	N/A	26,713 93	N/A	N/A LT		
	7/10/14	1,000 000	25 863	N/A	25,862 91	N/A	N/A LT		
	9/16/14	1,001 000	24 179	N/A	24,203 62	N/A	N/A LT		
	Total	3,300 000			82 812 28	**N/A**		—	—
Asset Class Equities									
FORESTAR GROUP INC (FOR)	5/16/05	358 523	24 012	13 300	8,608.91	4,768 36	(3,840 55) LT		
	7/12/06	141 276	31 481	13 300	4 447 54	1,878 97	(2,568 57) LT		
	10/18/06	333.200	29 474	13 300	9,820 57	4,431 56	(5,389 01) LT		
	3/4/08	367 000	24 668	13 300	9,053 03	4,881 10	(4,171 93) LT		
	7/22/08	800 000	19 078	13 300	15,262 27	10,640 00	(4,622 27) LT		
	12/15/10	1,200 000	18 570	13 300	22 284 16	15,960 00	(6,324 16) LT		
	3/22/12	1,500 001	15 807	13 300	23 710 18	19,950 01	(3,760 17) LT		
	4/19/13	1,200 000	21 188	13 300	25,425 28	15,960 00	(9,465 28) LT		
	Total	5,900 000			118,611 94	**78,470.00**	(40,141 94) LT	—	—
Asset Class Equities									
FREEPORT-MCMORAN INC (FCX)	12/17/97	3 631	32 170	13 190	116 81	47 89	(68 92) LT G		
	8/5/98	4 444	32 169	13 190	142 96	58 62	(84 34) LT G		
	8/27/98	4 444	32 169	13 190	142 96	58 62	(84 34) LT G		
	12/29/98	8 725	32 172	13 190	280 70	115 08	(165 62) LT G		
	7/21/00	8 887	32 169	13 190	285.89	117 22	(168 67) LT G		
	11/21/00	8 887	32 169	13 190	285 89	117 22	(168 67) LT G		
	10/27/05	5 095	32 171	13 190	163 91	67 20	(96 71) LT G		
	5/16/06	8 887	32 169	13 190	285 89	117 22	(168 67) LT G		
	4/23/12	700 000	37 701	13 190	26,390.87	9,233 00	(17,157 87) LT		
	5/9/12	700 000	36 164	13 190	25,314 66	9,233 00	(16,081 66) LT		
	6/28/12	800 000	32.710	13 190	26,168 13	10,552.00	(15,616 13) LT		
	12/5/12	800 000	33 670	13 190	26,936 18	10.552 00	(16,384 18) LT		
	6/20/13	947 000	28 024	13 190	26 538 49	12,490 93	(14,047 56) LT		
	8/1/13	1,000 000	29 477	13 190	29,476 57	13,190 00	(16,286 57) LT		
	9/24/14	1,000 000	33 572	13 190	33 571 69	13,190 00	(20,381 69) LT		
	12/4/14	900 000	26 840	13 190	24 156 27	11 871 00	(12,285 27) LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	6 900 000			220,257 87	**91,011.00**	(129,246 87) LT	—	—
Rating Morgan Stanley 3, Morningstar 2 Asset Class Equities									
GENERAL MILLS INC (GIS)	4/18/95	1,500 000	12 417	61 770	18 624 80	92,655 00	74 030 20 LT 1		
	6/16/04	2,000 000	23 413	61 770	46,825 90	123,540 00	76,714.10 LT		
	4/17/09	1,000 000	25 252	61 770	25 251 83	61,770 00	36,518 17 LT		
	8/2/11	500 000	37 272	61 770	18 636 00	30 885 00	12,249 00 LT		
	Total	5,000 000			109,338 53	**308,850.00**	199,511 47 LT	9,600 00	3 10
Rating Morgan Stanley 2, Morningstar 3 Next Dividend Payable 02/2017, Asset Class Equities									
GLAXOSMITHKLINE PLC ADS (GSK)	5/2/16	500 000	43 990	38 510	21,994 87	19,255 00	(2,739 87) ST		
	8/2/16	500 000	46 321	38 510	23,160 31	19 255 00	(3,905 31) ST		
	Total	1,000 000			45,155 18	**38,510 00**	(6,645 18) ST	2,067 00	5 36
Rating Morningstar 1, Next Dividend Payable 01/12/17, Asset Class Equities									
GRANITE CONSTR INC (GVA)	3/2/94	2,450 000	6 779	55 000	16 608 13	134,750 00	118 141 87 LT 1		
	4/13/95	3 375 000	5 604	55 000	18,913 49	185,625 00	166,711 51 LT 1		
	3/12/96	675 000	8 335	55 000	5 626 42	37,125 00	31 498 58 LT 1		
	5/1/13	1,000 000	26 937	55 000	26 937 25	55,000 00	28,062.75 LT		
	11/4/13	100 000	30 471	55 000	3,047 11	5,500 00	2,452 89 LT		
	5/11/15	600 000	39 232	55 000	23,539 16	33,000 00	9,460 84 LT		
	Total	8,200 000			94 671 56	**451,000 00**	356,328 44 LT	4,264 00	0 94
Next Dividend Payable 01/13/17, Asset Class Equities									
HALYARD HEALTH INC (HYH)	11/11/14	700 000	37,061	36 980	25 942 63	25,886 00	(56 63) LT		
	12/9/14	600 000	39 568	36 980	23 741 07	22,188 00	(1,553 07) LT		
	1/27/15	500 000	47 012	36 980	23 506 24	18,490 00	(5,016 24) LT		
	Total	1,800 000			73 189 94	**66,564 00**	(6,625 94) LT	—	—
Rating Morgan Stanley 3, Asset Class Equities									
HESS CORPORATION (HES)	5/16/12	600 000	45 041	62 290	27 024 52	37,374 00	10,349 48 LT		
	5/31/12	600 000	44 625	62 290	26,774 84	37,374 00	10,599 16 LT		
	6/21/12	600 000	41 597	62 290	24 958 03	37 374 00	12 415 97 LT		
	7/30/12	600 000	48 825	62 290	29,295 26	37,374 00	8,078 74 LT		
	10/10/12	500 000	53 339	62 290	26,669 48	31 145 00	4,475 52 LT		
	Total	2,900 000			134 722 13	**180,641 00**	45,918 87 LT	2,900 00	1 60
Rating Morgan Stanley 2, Morningstar 3, Next Dividend Payable 03/2017, Asset Class Equities									
HEXCEL CORP NEW (HXL)	12/23/09	800 000	13.557	51 440	10,845 90	41,152 00	30 306 10 LT		
	3/3/10	1,000 000	12 403	51 440	12 403 37	51,440 00	39 036 63 LT		
	4/27/11	1,200 000	21 170	51 440	25 403 92	61,728 00	36,324.08 LT		
	4/3/12	1 000 000	25 321	51 440	25,320 72	51,440 00	26,119 28 LT		

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	7/20/12	200 000	25 636	51 440	5 127 26	10,288 00	5 160 74 LT		
	11/18/13	600 000	44 497	51 440	26,698 37	30,864 00	4,165 63 LT		
	Total	4,800 000			105,799 54	**246,912 00**	141,112 46 LT	2,112 00	0 85
Next Dividend Payable 02/2017. Asset Class Equities									
HOLLYFRONTIER CORP COM (HFC)	6/12/13	600 000	45 958	32 760	27,574 80	19,656 00	(7,918 80) LT		
	8/28/13	600 000	45 311	32 760	27,186 44	19,656 00	(7,530 44) LT		
	11/5/13	600 000	47 211	32 760	28,326 71	19 656 00	(8,670 71) LT		
	5/8/14	500 000	50 803	32 760	25 401,71	16,380 00	(9,021 71) LT		
	12/10/14	600 000	38 166	32 760	22 899 31	19,656 00	(3,243 31) LT		
	1/12/15	700 000	34 762	32 760	24,333 52	22,932 00	(1,401 52) LT		
	10/2/15	400 000	51 346	32 760	20 538 34	13,104 00	(7,434 34) LT		
	Total	4 000 000			176,260 83	**131,040.00**	(45,220 83) LT	5,280 00	4 02
Rating Morgan Stanley 3. Morningstar. 1, Next Dividend Payable 03/2017, Asset Class Equities									
HUMANA INC (HUM)	11/13/92	200 000	7 562	204 030	1,512 38	**40,806 00**	39,293 62 LT 1	232 00	0 56
Rating Morningstar 3, Next Dividend Payable 01/2017, Asset Class Equities									
JOHNSON & JOHNSON (JNJ)	10/16/95	680 000	11 468	115 210	7,798 32	78,342 80	70,544 48 LT 1		
	6/14/00	628 000	24 643	115 210	15,476 06	72,351 88	56,875 82 LT		
	6/14/00	392 000	24 624	115 210	9,652 61	45,162 32	35,509 71 LT		
	10/29/03	1 000 000	49 767	115 210	49,767 07	115,210 00	65,442 93 LT		
	11/25/03	500 000	51 251	115 210	25,625 45	57,605 00	31,979 55 LT		
	Total	3 200 000			108,319 51	**368,672 00**	260,352 49 LT	10,240 00	2 77
Rating Morgan Stanley 2, Morningstar 2 Next Dividend Payable 03/2017, Asset Class Equities									
KINDER MORGAN INCORP (KMI)	3/12/13	700 000	37 782	20 710	26,447 59	14 497 00	(11,950 59) LT		
	3/18/13	700 000	36 903	20 710	25,832 41	14 497 00	(11,335 41) LT		
	4/3/13	700 000	38,298	20 710	26,808 28	14,497 00	(12,311 28) LT		
	4/12/13	700 000	39 299	20 710	27,509 32	14,497 00	(13,012 32) LT		
	Total	2,800 000			106 597 60	**57,988.00**	(48,609 60) LT	1,400 00	2 41
Rating: Morgan Stanley 1, Morningstar 2 Next Dividend Payable 02/2017, Asset Class Alt									
KROGER CO (KR)	3/3/16	600 000	38 489	34.510	23,093 40	20,706 00	(2,387 40) ST		
	4/15/16	600 000	37 730	34 510	22 637 84	20,706 00	(1,931 84) ST		
	10/13/16	800 000	31 603	34 510	25,282 62	27,608 00	2,325 38 ST		
	Total	2,000 000			71,013 86	**69,020.00**	(1,993 86) ST	960 00	1 39
Rating: Morgan Stanley 1, Morningstar 2, Next Dividend Payable 03/2017, Asset Class Equities									
LABORATORY CP AMER HLDGS NEW (LH)	2/20/15	537 000	117 000	128 380	62 829 00	68,940 06	6,111 06 LT		
	2/26/15	263 000	125 661	128 380	33,048 97	33,763 94	714 97 LT		
	Total	800 000			95 877 97	**102,704 00**	6 826 03 LT	—	—

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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Rating. Morgan Stanley 1, Morningstar 2. Asset Class Equities									
LOWES COMPANIES INC (LOW)	9/7/06	500 000	27 448	71 120	13,724 11	35 560 00	21,835 89 LT		
	9/19/06	500 000	28 908	71 120	14 454 22	35,560 00	21 105.78 LT		
	10/20/06	500 000	30 574	71 120	15,286 93	35,560 00	20,273 07 LT		
	10/30/06	1,000 000	30 668	71 120	30,668 05	71,120 00	40,451 95 LT		
	12/13/07	500 000	23 409	71 120	11 704 66	35 560 00	23,855 34 LT		
	9/15/10	1,000 000	21 824	71 120	21 823 91	71,120 00	49,296 09 LT		
	1/7/16	300 000	74 893	71 120	22 467 84	21 336 00	(1,131 84) ST		
	Total	4,300 000			130,129 72	**305,816.00**	176,818 12 LT (1,131 84) ST	6,020 00	1 96
Rating Morgan Stanley 1, Morningstar 1. Next Dividend Payable 02/2017. Asset Class Equities									
LYONDELLBASELL NV CL-A (LYB)	11/10/11	200 000	33 750	85 780	6,749 96	17,156 00	10 406 04 LT R		
	11/14/11	800 000	35 081	85 780	28 064 41	68 624 00	40 559 59 LT R		
	11/18/1'	800 000	34 093	85 780	27,274 49	68,624 00	41,349 51 LT R		
	2/7/12	600 000	44 652	85 780	26 791 02	51,468 00	24 676 98 LT R		
	11/13/12	500 000	50 511	85 780	25,255 71	42,890 00	17,634 29 LT R		
	11/30/12	500 000	50 540	85 780	25,269 88	42,890 00	17 620 12 LT		
	3/11/13	400 000	64 706	85 780	25,882 55	34,312 00	8,429 45 LT		
	6/24/16	400 000	76 208	85 780	30,483 36	34,312 00	3 828 64 ST		
	Total	4,200 000			195,771 38	**360,276 00**	160,675 98 LT 3,828 64 ST	14,280 00	3 96
Rating Morgan Stanley 1, Morningstar 2, Next Dividend Payable 03/2017, Asset Class Equities									
MARATHON OIL CO (MRO)	6/17/08	500 000	31 886	17 310	15,942 75	8,655 00	(7,287 75) LT		
	7/22/08	500 000	26 335	17 310	13,167 33	8,655 00	(4,512 33) LT		
	10/22/08	500 000	13 565	17 310	6,782.59	8,655 00	1,872 41 LT		
	3/16/11	500 000	29 636	17 310	14,818 80	8,655 00	(6,163 80) LT		
	Total	2,000 000			50,711 47	**34,620 00**	(16,091 47) LT	400.00	1 15
Rating Morgan Stanley 1, Morningstar 3 Next Dividend Payable 03/2017, Asset Class Equities									
MARATHON PETROLEUM CORP (MPC)	7/22/08	400 000	17 814	50 350	7,125 59	20,140 00	13,014 41 LT		
	10/22/08	500 000	9 176	50 350	4 588 06	25,175 00	20,586 94 LT		
	3/16/11	500 000	20 048	50 350	10,024 12	25,175 00	15,150 88 LT		
	8/16/11	1,200 000	19 728	50 350	23 673 26	60,420 00	36,746 74 LT		
	1/24/12	1,200 000	19 734	50 350	23,680 55	60,420 00	36,739 45 LT		
	2/22/12	1 200 000	22 065	50 350	26,477 44	60,420 00	33 942 56 LT		
	12/19/12	800 000	31 646	50 350	25,316 79	40,280 00	14,963 21 LT		
	Total	5 800 000			120 885 81	**292,030 00**	171,144 19 LT	8,352 00	2 85
Rating' Morgan Stanley. 1. Morningstar: 1, Next Dividend Payable 03/2017, Asset Class Equities									

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Account Detail

Active Assets Account
052-140896-141

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
MERCK & CO INC NEW COM (MRK)	11/10/09	200 000	34 066	58 870	6 813 22	11,774 00	4,960 78 LT		
	2/4/10	500 000	37 517	58 870	18 758 60	29 435 00	10,676 40 LT		
	7/8/11	700 000	36 660	58 870	25,662 16	41 209 00	15,546 84 LT		
	Total	1,400 000			51,233 98	**82,418.00**	31,184.02 LT	2,632 00	3 19
Rating Morgan Stanley 2, Morningstar 1, Next Dividend Payable 01/09/17, Asset Class Equities									
MONSANTO CO/NEW (MON)	4/6/10	100 000	70 704	105 210	7,070 35	10,521 00	3,450 65 LT		
	6/21/10	500 000	50 623	105 210	25 311 67	52,605 00	27,293 33 LT		
	8/26/10	500 000	56 734	105 210	28 367 16	52,605 00	24,237 84 LT		
	9/17/10	500 000	56 885	105 210	28 442 43	52,605 00	24,162 57 LT		
	3/9/11	400 000	70 445	105 210	28 177 83	42,084.00	13,906 17 LT		
	4/6/11	400 000	70 121	105 210	28 048 59	42 084 00	14,035 41 LT		
	12/12/11	400 000	70 010	105 210	28,003 88	42,084 00	14,080 12 LT		
	10/22/14	200 000	115 373	105 210	23 074 52	21 042 00	(2,032 52) LT		
	Total	3,000 000			196,496 43	**315,630.00**	119,133 57 LT	6,480 00	2 05
Rating Morningstar 1, Next Dividend Payable 01/2017 Asset Class Equities									
MUELLER WATER PROD INC SER A (MWA)	12/22/06	1,500 000	15 022	13 310	22,533 11	19,965 00	(2,568 11) LT R		
	12/29/06	1,000 000	14 922	13 310	14,921 89	13,310 00	(1,611.89) LT R		
	1/5/07	500 000	14 889	13 310	7,444 57	6,655 00	(789 57) LT R		
	2/16/07	500 000	15 501	13 310	7 750 66	6 655 00	(1,095 66) LT R		
	2/20/07	500 000	15 968	13 310	7,983 76	6,655 00	(1,328 76) LT R		
	9/10/07	1,000 000	10 971	13 310	10 971 12	13 310 00	2,338 88 LT R		
	8/27/08	1,000 000	10 107	13 310	10,107 30	13,310 00	3,202 70 LT R		
	5/7/09	2 000 000	4 278	13 310	8,555 26	26,620 00	18,064 74 LT R		
	12/20/10	2,000 000	4 135	13 310	8,269 99	26,620 00	18,350 01 LT R		
	12/17/12	2,000 000	5 681	13 310	11,361 45	26 620 00	15,258 55 LT		
	5/9/13	1 000 000	7 492	13 310	7,491 90	13,310.00	5,818 10 LT		
	11/22/13	3,000 000	9 144	13 310	27,431 93	39,930 00	12,498 07 LT		
	4/22/15	2,100 000	10 455	13 310	21,955 74	27,951 00	5,995 26 LT		
	Total	18,100 000			166 778 68	**240,911.00**	74,132 32 LT	2,172 00	0 90
Next Dividend Payable 02/2017, Asset Class Equities									
MYLAN N V (MYL)	3/2/15	1 800 000	57 702	38 150	103,864 32	68,670 00	(35,194 32) LT		
	9/30/16	600 000	39 078	38 150	23 446 86	22 890 00	(556 86) ST		
	Total	2,400 000			127,311 18	**91,560 00**	(35,194 32) LT (556 86) ST	—	—
Rating Morgan Stanley 2, Morningstar 1 Asset Class Equities									

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Active Assets Account 052-140896-141

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
NEWELL BRANDS INC (NWL)	2/13/15	100 000	40 167	44 650	4,016 75	4,465 00	448 25 LT		
	3/10/15	600 000	38 680	44 650	23,207 76	26,790 00	3,582 24 LT		
	5/13/15	600 000	40 200	44 650	24,120 21	26,790 00	2,669 79 LT		
	9/18/15	500 000	43 301	44 650	21,650 47	22,325 00	674 53 LT		
	11/12/15	500 000	45 064	44 650	22,531 76	22,325 00	(206 76) LT		
	Total	2 300 000			95,526 95	**102,695.00**	7,168 05 LT	1,748 00	1 70
Rating Morgan Stanley 1 Next Dividend Payable 03/2017, Asset Class Equities									
NRG ENERGY INC (NRG)	5/6/15	1,000 000	24 884	12 260	24 883 93	12 260 00	(12,623 93) LT		
	12/11/15	2,000 000	10 338	12 260	20 675 00	24 520 00	3,845 00 LT		
	Total	3,000 000			45,558 93	**36,780.00**	(8,778 93) LT	360 00	0 97
Rating Morgan Stanley 1, Morningstar 1, Next Dividend Payable 02/2017 Asset Class Equities									
NUANCE COMMUNICATIONS INC (NUAN)	5/22/12	1,200 000	22 029	14 900	26,434 83	17,880 00	(8,554 83) LT		
	7/23/12	1,300 000	20 668	14 900	26,868 16	19,370 00	(7,498 16) LT		
	8/2/13	1,300 000	19 567	14 900	25,436 62	19,370 00	(6,066 62) LT		
	Total	3,800 000			78 739 61	**56,620.00**	(22,119 61) LT	—	—
Rating: Morgan Stanley 2 Asset Class: Equities									
PFIZER INC (PFE)	3/20/06	1,000 000	26 783	32 480	26,782 56	32,480 00	5,697 44 LT		
	5/11/06	1,000 000	25 545	32 480	25 544 90	32,480 00	6,935 10 LT		
	6/5/06	1,000 000	24 325	32 480	24,324.67	32,480 00	8,155 33 LT		
	Total	3,000 000			76,652 13	**97,440.00**	20,787 87 LT	3,840 00	3 94
Rating Morgan Stanley 2, Morningstar 1, Next Dividend Payable 03/2017, Asset Class Equities									
PHILLIPS 66 COM (PSX)	10/29/15	300 000	88 152	86 410	26,445 57	**25,923.00**	(522 57) LT	756 00	2 91
Rating Morgan Stanley 2 Morningstar 2 Next Dividend Payable 03/2017, Asset Class Equities									
POTASH CP OF SASKATCHEWAN INC (POT)	3/22/06	300 000	9 649	18 090	2,894 83	5,427 00	2,532 17 LT		
	3/28/06	2 700 000	9 256	18 090	24 991 48	48,843 00	23,851 52 LT		
	5/18/06	1,800 000	10 449	18 090	18,807 60	32,562 00	13,754 40 LT		
	7/6/10	900 000	28 599	18 090	25,739 07	16 281 00	(9,458 07) LT		
	5/4/12	600 000	43 171	18 090	25,902 50	10,854 00	(15,048 50) LT		
	9/3/13	800 000	30 056	18 090	24,045 13	14,472 00	(9,573 13) LT		
	Total	7,100 000			122 380 61	**128,439 00**	6,058 39 LT	2,840 00	2 21
Rating Morningstar 2; Next Dividend Payable 02/2017 Asset Class Equities									
QEP RESOURCES INC (QEP)	9/3/97	2,100 000	6 762	18 410	14 200 01	38 661 00	24,460 99 LT 1		
	9/3/97	400 000	6 731	18 410	2,692 37	7,364 00	4,671 63 LT 1		
	2/2/01	2,000 000	9 050	18 410	18,099 71	36,820 00	18,720 29 LT		
	6/20/01	2,000 000	8 814	18 410	17,627 36	36,820 00	19,192.64 LT		
	7/27/10	1,000 000	30 375	18 410	30 375 08	18 410 00	(11,965 08) LT		

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Active Assets Account 052-140896-141

THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	7 500 000			82,994 53	**138,075.00**	55 080 47 LT	—	—
Asset Class Equities									
SCHLUMBERGER LTD (SLB)	5/24/99	600 000	26 396	83 950	15,837 84	50,370 00	34,532 16 LT 1		
	6/8/99	400 000	27 444	83 950	10,977 57	33,580 00	22 602.43 LT 1		
	2/13/01	1,000 000	32 586	83 950	32,585 89	83,950 00	51,364 11 LT		
	2/23/01	1,000 000	30 327	83 950	30,326 90	83,950 00	53,623 10 LT		
	4/17/13	400 000	72 039	83 950	28,815 66	33,580 00	4,764 34 LT		
	Total	3,400 000			118 543 86	**285,430 00**	166,886 14 LT	6,800 00	2 38
Rating Morgan Stanley 1, Morningstar 3, Next Dividend Payable 01/13/17, Asset Class Equities									
SEVENTY SEVEN ENERGY INC WTS (SEVNZ)	8/2/16	183 000	0 000	N/A	0 00	**N/A**	N/A ST 2	—	—
Asset Class Equities									
SEVENTY SEVEN ENERGY INC WTS (VENEZ)	8/2/16	165 000	0 000	N/A	0 00	**N/A**	N/A ST 2	—	—
Asset Class Equities									
SPECTRA ENERGY CORP COM (SE)	3/3/98	280 000	18 975	41 090	5,312 94	11,505 20	6,192 26 LT 1		
	4/9/98	780 000	19 481	41 090	15,194 84	32,050 20	16,855 36 LT 1		
	4/22/99	1,000 000	23 178	41 090	23,178 29	41,090.00	17 911 71 LT 1		
	7/29/99	940 000	22 392	41 090	21,048 37	38,624 60	17,576.23 LT 1		
	1/12/07	1,000 000	26 431	41 090	26,431 10	41,090 00	14,658 90 LT		
	2/15/07	500 000	26 285	41 090	13,142 61	20,545 00	7,402 39 LT		
	Total	4,500 000			104 308 15	**184,905.00**	80,596 85 LT	7 290 00	3 94
Next Dividend Payable 03/2017, Asset Class Alt									
SPROUTS FARMERS MARKET INC (SFM)	7/15/15	800 000	27 312	18 920	21,849 93	15,136 00	(6,713 93) LT		
	2/11/16	400 000	22 440	18 920	8,976 18	7,568 00	(1,408 18) ST		
	9/16/16	1,200 000	20 443	18 920	24,532 17	22,704.00	(1,828 17) ST		
	Total	2,400 000			55,358.28	**45,408.00**	(6,713 93) LT (3,236 35) ST	—	—
Rating Morgan Stanley 1, Asset Class Equities									
STERIS PLC (STE)	11/3/15	2,300 000	75 545	67 390	173 753 50	**154,997 00**	(18,756 50) LT	2,576.00	1 66
Next Dividend Payable 03/2017, Asset Class Equities									
SUBSEA 7 S.A. SPONSORED ADR (SUBCY)	2/11/13	1,100 000	24 414	12 595	26,854 93	13 854 50	(13,000 43) LT		
	4/16/13	1,200 000	22 456	12 595	26 946 85	15 114 00	(11,832 85) LT		
	7/19/13	1,200 000	19 376	12 595	23 251 64	15.114 00	(8,137 64) LT		
	Total	3,500 000			77 053 42	**44,082.50**	(32,970 92) LT	—	—
Asset Class Equities									

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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
TEVA PHARMACEUTICALS ADR (TEVA)	3/24/06	100 000	42 523	36 250	4,252 35	3,625 00	(627 35) LT		
	4/28/06	800 000	40 953	36 250	32 762 62	29 000 00	(3,762 62) LT		
	5/10/06	400 000	40 456	36 250	16 182 39	14,500 00	(1,682 39) LT		
	5/10/06	600 000	40 406	36 250	24 243 89	21,750 00	(2,493 89) LT		
	7/6/06	500 000	32 841	36 250	16 420 59	18,125 00	1,704.41 LT		
	9/19/06	500 000	35 165	36 250	17 582 62	18 125 00	542 38 LT		
	11/9/06	500 000	32 118	36 250	16 058 90	18,125 00	2,066 10 LT		
	12/19/06	500 000	31 916	36 250	15 957 99	18 125 00	2,167 01 LT		
	8/4/11	600 000	41 799	36 250	25,079 30	21 750 00	(3,329 30) LT		
	4/25/13	300 000	38 764	36 250	11 629 16	10,875.00	(754 16) LT		
	Total	4,800 000			180 169 81	**174,000.00**	(6,169 81) LT	5,549.00	3 18
Rating Morgan Stanley 2, Morningstar 1 Next Dividend Payable 03/2017, Asset Class Equities									
TEXAS INSTRUMENTS (TXN)	4/30/13	700 000	36 701	72 970	25 690 96	51 079 00	25 388 04 LT		
	6/6/13	700 000	36 024	72 970	25,216 48	51,079 00	25,862.52 LT		
	7/23/13	700 000	39 433	72 970	27 602 79	51,079 00	23,476 21 LT		
	3/21/14	600 000	47 557	72 970	28 534 24	43 782 00	15 247 76 LT		
	Total	2 700 000			107,044 47	**197,019 00**	89,974 53 LT	5,400 00	2 74
Rating Morgan Stanley 2, Morningstar 3, Next Dividend Payable 02/2017, Asset Class Equities									
THE MOSAIC CO (HLDG CO) NEW (MOS)	8/9/12	500 000	59 336	29 330	29 668 19	14 665 00	(15,003 19) LT		
	9/11/12	500 000	61 114	29 330	30,557 00	14,665 00	(15,892 00) LT		
	3/7/13	500 000	60 117	29 330	30 058 37	14,665 00	(15,393 37) LT		
	8/7/13	800 000	41 728	29 330	33 382 65	23 464 00	(9,918 65) LT		
	8/12/13	700 000	43 659	29 330	30 561 36	20,531 00	(10,030 36) LT		
	4/17/15	500 000	46 209	29 330	23 104 55	14 665 00	(8,439 55) LT		
	Total	3 500 000			177,332 12	**102,655.00**	(74,677 12) LT	3,850 00	3 75
Rating Morgan Stanley 2 Morningstar 2, Next Dividend Payable 03/2017, Asset Class Equities									
TRC COS INC (TRR)	11/29/02	1,000 000	11 349	10 600	11 349 40	10 600 00	(749 40) LT		
	5/28/03	1,000 000	12 200	10 600	12 199 99	10,600 00	(1,599 99) LT		
	12/9/04	1 000 000	18 218	10 600	18,218 37	10,600 00	(7,618 37) LT		
	5/3/11	900 000	5 209	10 600	4 688 25	9,540 00	4,851 75 LT		
	5/3/11	300 000	5 427	10 600	1,628 05	3,180 00	1,551.95 LT		
	5/3/11	600 000	5 201	10 600	3,120 88	6,360 00	3,239 12 LT		
	5/3/11	200 000	5 590	10 600	1,118 00	2,120 00	1,002 00 LT		
	7/18/13	1,500 000	8 689	10 600	13 033 94	15,900 00	2,866 06 LT		
	11/7/13	1,500 000	7 301	10 600	10,951 87	15,900 00	4,948 13 LT		
	Total	8 000 000			76 308 75	**84,800.00**	8,491 25 LT	—	—

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THE SOKOLOFF FOUNDATION
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Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Asset Class Equities									
TRI POINTE GROUP INC (TPH)	7/15/13	628 000	33 875	11 480	21,273 45	7,209 44	(14,064 01) LT		
	7/22/14	1,772 000	14 977	11 480	26 538 53	20,342 56	(6,195 97) LT		
	8/5/14	1 700 000	13 567	11 480	23,064 54	19,516 00	(3,548 54) LT		
	Total	4 100 000			70 876 52	**47,068 00**	(23,808 52) LT	—	—
Asset Class Equities									
UNITED RENTALS INC (URI)	3/6/15	300 000	91 702	105 580	27 510 46	31,674 00	4,163 54 LT		
	5/29/15	300 000	90 495	105 580	27 148 42	31 674 00	4,525 58 LT		
	7/1/15	300 000	84 921	105.580	25,476 37	31,674.00	6,197 63 LT		
	6/27/16	400 000	63 232	105 580	25 292 63	42,232 00	16 939 37 ST		
	Total	1,300 000			105 427 88	**137,254.00**	14,886 75 LT 16 939 37 ST	—	—
Rating Morgan Stanley 2 Asset Class Equities									
VERIZON COMMUNICATIONS (VZ)	9/10/13	700 000	47 045	53 380	32 931 42	37,366 00	4 434 58 LT		
	9/26/13	600 000	48 116	53 380	28 869 37	32 028 00	3,158 63 LT		
	10/14/14	500 000	49 011	53 380	24,505 67	26,690 00	2,184 33 LT		
	4/7/16	400 000	52 973	53 380	21 189 23	21,352 00	162 77 ST		
	6/9/16	500 000	52 698	53 380	26,348 80	26,690.00	341 20 ST		
	Total	2,700 000			133 844 49	**144,126 00**	9 777 54 LT 503 97 ST	6,237.00	4 32
Rating Morgan Stanley 1, Morningstar 2, Next Dividend Payable 02/2017, Asset Class Equities									
VULCAN MATERIALS CO (VMC)	3/10/04	200 000	47 021	125 150	9,404 27	25,030 00	15,625 73 LT		
	8/13/04	500 000	46 510	125 150	23,254 78	62,575 00	39,320 22 LT		
	10/20/04	500 000	47 847	125 150	23,923 55	62,575 00	38,651 45 LT		
	5/13/09	500 000	43 539	125 150	21,769 48	62,575 00	40,805 52 LT		
	1/27/10	500 000	46 915	125 150	23 457 59	62,575 00	39,117 41 LT		
	8/31/11	700 000	35 611	125 150	24,927 71	87 605 00	62,677 29 LT		
	4/5/13	600 000	49 054	125 150	29,432 28	75,090 00	45,657 72 LT		
	Total	3,500 000			156 169 66	**438,025 00**	281,855 34 LT	2,800 00	0 63
Rating Morningstar 2, Next Dividend Payable 03/2017, Asset Class Equities									
WESTERN REFINING, INC (WNR)	11/25/13	700 000	39 048	37 850	27,333 64	26,495 00	(838 64) LT		
	5/6/14	600 000	43 280	37 850	25,967 98	22,710 00	(3,257 98) LT		
	5/13/14	700 000	41 539	37 850	29,077 41	26,495 00	(2,582 41) LT		
	6/25/15	500 000	44 393	37 850	22,196 69	18,925.00	(3,271 69) LT		
	6/29/15	500 000	43 595	37 850	21 797 30	18,925 00	(2,872 30) LT		
	9/1/15	500 000	41 581	37 850	20,790 30	18 925 00	(1,865 30) LT		

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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	Total	3 500 000			147 163 32	**132,475 00**	(14,688 32) LT	5,320 00	4 01
Rating. Morgan Stanley. 2 Morningstar 2, Next Dividend Payable 02/2017, Asset Class Equities									
WEYERHAEUSER CO (WY)	8/15/13	1,000 000	27 562	30 090	27,561 70	30,090 00	2 528 30 LT		
	9/26/13	1,000 000	29 178	30 090	29,177 74	30,090 00	912 26 LT		
	12/3/13	1 000 000	29 872	30 090	29,871 58	30 090 00	218 42 LT		
	12/17/13	1,000 000	30 487	30 090	30,486 74	30 090 00	(396 74) LT		
	—	715 000	—	30 090	Please Provide	21 514 35	N/A		
	3/13/15	685 000	33 542	30 090	22,976 02	20,611 65	(2,364 37) LT		
	10/12/15	800 000	29 224	30 090	23,379 28	24,072 00	692 72 LT		
	Total	6,200 000			163 453 06	**186,558.00**	1,590 59 LT	7,688 00	4 12
Rating Morningstar 2, Next Dividend Payable 02/2017, Asset Class Alt									
WHOLE FOODS MARKETS INC (WFM)	5/10/07	500 000	20 339	30 760	10,169.55	15 380 00	5,210.45 LT		
	9/5/07	500 000	21 924	30 760	10 962 18	15,380 00	4 417 82 LT		
	2/15/08	1,000 000	19 857	30 760	19,857 12	30,760 00	10,902 88 LT		
	6/24/08	1 000 000	12 984	30 760	12,984 19	30,760 00	17,775 81 LT		
	5/14/14	700 000	39 396	30 760	27 577 39	21,532 00	(6,045 39) LT		
	9/5/14	700 000	40 022	30 760	28,015 50	21 532 00	(6,483 50) LT		
	10/6/14	600 000	39 055	30 760	23,433 10	18,456 00	(4,977 10) LT		
	Total	5,000 000			132 999 03	**153,800 00**	20 800 97 LT	2,800 00	1 82
Rating Morgan Stanley 2, Morningstar 2, Next Dividend Payable 01/2017 Asset Class Equities									
WILLIAMS CO INC (WMB)	10/26/11	100 000	24 748	31 140	2,474 77	3,114.00	639.23 LT		
	11/4/11	1 000 000	25 824	31 140	25,823 96	31,140 00	5,316 04 LT		
	12/15/11	1,000 000	25 107	31 140	25 107 08	31,140 00	6,032 92 LT		
	12/23/11	800 000	26 935	31 140	21,548 35	24,912 00	3,363.65 LT		
	Total	2 900 000			74,954 16	**90,306.00**	15,351 84 LT	2,320 00	2 56
Rating Morgan Stanley 1 Morningstar 3 Next Dividend Payable 03/2017 Asset Class Alt									
WPX ENERGY INC (WPX)	10/26/11	333 157	16 830	14 570	5 607 18	4,854 10	(753 08) LT		
	11/4/11	333 157	17 562	14 570	5,851 03	4,854 10	(996 93) LT		
	12/15/11	333.157	17.075	14 570	5,688 60	4,854.10	(834.50) LT		
	12/23/11	266 526	18 318	14 570	4,882 29	3 883 28	(999 01) LT		
	1/10/12	1 534 003	17 193	14 570	26,373 91	22,350.42	(4,023 49) LT		
	6/10/13	1,300 000	19 567	14 570	25 437 40	18,941 00	(6,496 40) LT		
	Total	4 100 000			73,840 41	**59,737 00**	(14,103 41) LT	—	—
Rating Morningstar 2, Asset Class Equities									

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Account Detail

Active Assets Account
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THE SOKOLOFF FOUNDATION
200 EAST 78TH ST., APT 16D

	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
COMMON STOCKS					$6,986,511 60	$9,531,847.00	$2,608,738.37 LT $(2,105 04) ST	$200,901 00	2 11%

PREFERRED STOCKS

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
BARCLAYS BANK PLC 8.125% ADR (BCS.D) *Moody BA2 S&P BB, Next Dividend Payable 03/2017, Asset Class. FI & Pref*	4/8/08	1,000 000	$25 000	$25 540	$25,000 00	$25,540.00	$540 00 LT	$2,031 00	7 95
WELLS FARGO 8% NON-CUM SER J (WFC J) *Moody BAA2 S&P BBB, Next Dividend Payable 03/2017; Asset Class: FI & Pref*	12/18/07	1,000 000	25 000	26 430	25,000 00	26,430 00	1 430 00 LT	2,000 00	7 56
PREFERRED STOCKS					$50,000 00	$51,970.00	$1,970.00 LT	$4,031.00	7.76%

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
STOCKS	98.59%	$7,036,511.60	$9,583,817.00	$2,610,708.37 LT $(2,105 04) ST	$204,932.00	2.14%

	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income Accrued Interest	Current Yield %
TOTAL MARKET VALUE		$7,036,511.60	$9,720,879.79	$2,610,708.37 LT $(2,105.04) ST	$204,946.00 $0.00	2.11%
TOTAL VALUE (includes accrued interest)	100.00%		$9,720,879.79 <137,062.79> MONEY MKT 9,583,817.– FMV			

ADJUSTMENTS TO COST	
LYONDELL BASELL - 2011 NONTAX DISTRIB	<11,483.45>
LYONDELL BASELL - 2012 NONTAX DISTRIB	<3,634.54>
LYONDELL BASELL - ADJ TO COST	279.48
MULLER WATER - 2012 NONTAX DISTRIB	<350.–>
TRI POINTE HOMES - NET CORRECTION TO COST	<12,786.98>
WEYERHAUSER - 7/9/14 ADJ TO COST	21,290.62
200SHS HUMANA, INC - ADJ TO COST	39,073.62
TOTAL COST BASIS	7,068,900.35

Schedule 2 - Investments Held at 12-31-2016

The Sokoloff Foundation, Inc

2016 Form 990-PF

Schedule of Contributions Paid

DATE OF DONATION	AMOUNT	DONATION GIVEN TO	ADDRESS
February 8, 2016	895	Katonah Museum of Art	134 Jay Street, Katonah, NY 10536
February 8, 2016	2,000	HDSW	930 Mamaroneck Ave, Mamaroneck, NY 10543
February 11, 2016	510	Metropolitan Museum of Art	1000 5th Avenue, New York, NY 10028
February 15, 2016	1,000	Congregation Emanu-el of Westchester	2125 Westchester Avenue East, Rye, NY 10580
February 27, 2016	152	Stone Barns Center	630 Bedford Road, Tarrytown, NY 10591
February 29, 2016	200	Museum of Jewish Heritage	Edmond Safra Plaza, 36 Battery Pl, NY NY 10280
March 6 2016,	2,360	JAZZ at Lincoln Center	3 Columbus Circle, New York, NY 10019
March 6, 2016	100	Neuberger Museum of Art	735 Anderson Hill Rd, Purchase, NY 10577
March 6, 2016	100	NY Society Library	53 East 79th Street, New York, NY 10075
March 7, 2016	60,000	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
March 22, 2016	257	Guggenheim Museum	1071 6th Avenue, New York, NY 10128
April 6, 2016	100	Fresh Air Fund	633 3rd Avenue, New York NY 10017
April 18, 2016	2,200	Katonah Museum of Art	1000 5th Ave, New York, NY 10028
April 18, 2016	250	Seeds of Peace	370 Lexington Ave, Ste 1201, New York, NY 10017
April 29, 2016	2,000	Hillel International	Schusterman Cntr - 800 8th Ave, Washington,DC 20001
May 21, 2016	250	AFYA	140 Saw Mill River Road, Yonkers, NY 10701
May 25, 2016	150	American Folk Art Museum	47-29 32nd Pl Long Island City, NY 11101
June 1, 2016	125	Play for Pink Cancer Society	PO Box 22478, Oklahoma City, OK 73123
June 1, 2016	250	Planned Parenthoood Prevention	123 William St, New York, NY 10038
June 6, 2016	100	Thirteen	825 Eight Ave, New York, NY 10019
June 6, 2016,	25 000	JCCA	1075 Broadway, Pleasantville, NY 10570
June 16, 2016	290	Jacob Burns Film Center	364 Manville Rd, Pleasantville, NY 10570
June 21, 2016	10,000	Ackerman Inst for Family Therapy	936 Broadway, 2nd Floor, New York, NY 10010
July 11, 2016	15,000	AFYA	140 Saw Mill River Road, Yonkers, NY 10701
July 11, 2016	750	Hayground School	151 Mitchell Lane, PO Box 1827, Bridgehampton, NY 13932
July 15, 2016	80 000	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
July 21, 2016	150	The Jewish Museum	1109 5th &92nd St, New York NY 10128
July 25, 2016	175	Israel Tennis Center Fdn	57 West 38th Street, Ste 605, New York, NY 10018
August 11 2016	250	Westport Writers Workshop	3 Sylvan Rd, S, Norwalk, CT 06850
August 11 2016	4 030	Manhattan Theatre Club	261 W 47th Street, New York NY 10036
August 18, 2016	75,000	Jewish Communal Fund	575 Madison Ave, New York NY 10022
August 22, 2016	3,850	Temple Emanu El of Westchester	2125 Westchester Avenue East, Rye, NY 10580
September 6, 2016	250	AFYA	140 Saw Mill River Road, Yonkers, NY 10701
September 10, 2016	300	92nd St Y	1395 Lexington Avenue, New York, NY 10128
September 14, 2016	2,080	NY Public Radio	160 Varick St New York, NY 10017
September 15 2016	300	Westchester Caddie Scholarship	49 Knollwood Road, Ste 220, Elmsford NY 10523
September 20, 2016	690	ICP	1133 Bowery, New York, NY 10012
September 21 2016	250	AFYA	140 Saw Mill River Road, Yonkers, NY 10701
September 25, 2016	3,000	NYU Langone Medical Center	One Park Ave, 17th Fl, New York, NY 10016
October 16, 2016	200	Grand Street Settlement	80 Pitt Street, New York, NY 10002
October 18 2016	1,200	Quaker Ridge Emp Charity Fd	146 Griffen Avenue, Scarsdale, NY 10583
October 28, 2016	200	NY Historical Society	170 Central Park West, New York, NY 10024
November 1, 2016	10,000	Ackerman Inst for Family Therapy	936 Broadway, 2nd Floor, New York, NY 10010
November 1 2016	100	City Harvest	575 8th Ave, #4, New York, NY 10018
November 1, 2016	100	Citymeals on Wheels	355 Lexington Ave, New York, NY 10017
November 14 2016	100,000	Jewish Communal Fund	575 Madison Ave New York, NY 10022
November 15, 2016	5,000	92nd St Y	1395 Lexington Avenue, New York, NY 10128
November 15, 2016	1,000	Neighborhood Coalition for Shelter	50 Broadway, Ste 1301 New York, NY 10004
November 21, 2016	390	Katonah Museum of Art	134 Jay Street, Katonah, NY 10536
December 12, 2016	130,000	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
December 17, 2016	300	Univ of North Carolina	Chappill Hill, NC 27514 - 919 962-2211
December 17, 2016	100	Adirondack Council	103 Hand Avenue, #3, Elizabethtown, NY 12932
December 17, 2016	1 500	Parsons Dance	229 W 42nd Street, Ste 8, New York, NY 10036
December 18, 2016	3,600	JCCA	1075 Broadway, Pleasantville, NY 10570
December 20, 2016	2,500	Tisch MSRC NY	521 West 57th Street, New York, NY 10019
December 20, 2016	278	Museum of Modern Art	945 Madison Ave, New York, NY 10021
December 20 2016	100	Salvation Army	615 Salters Lane, Alexandria, VA 22313
December 20, 2016	500	Yeshiva Torah Vodaarth	425 E 9th Street, Brooklyn NY 11218
December 20, 2016	200	Museum of Art and Design	2 Columbus Circle New York, NY 10019
December 22, 2016	25,000	Jewish Communal Fund	575 Madison Ave, New York, NY 10022
December 28, 2016	35,000	UJA Federation	130 East 59th Street New York, NY 10022
December 31, 2016	4,030	Manhattan Theatre Club	261 W 47th Street, New York, NY 10036
Total	615,662		

Schedule 3 - Contributions Paid