EXTENDED TO NOVEMBER 15, 2017

Form **990-PF** | **Return of Private Foundation** | OMB No 1545-0052

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

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.*

2016 Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation ABRAHAM & SONIA ROCHLIN FOUNDATION	A Employer identification number 94-1696244
Number and street (or P O box number if mail is not delivered to street address) 3690 GRANT DRIVE — Room/suite I-2	B Telephone number 775-329-1611
City or town, state or province, country, and ZIP or foreign postal code RENO, NV 89509	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: [X] 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) ▶$ 50,686,009. J Accounting method: [X] 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	Description	(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	0.		N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	1,605,062.	1,605,062.		STATEMENT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,868,787.			
	b	Gross sales price for all assets on line 6a 5,490,012.				
	7	Capital gain net income (from Part IV, line 2)		1,868,787.		
	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	105,488.	5,932.		STATEMENT 2
	12	**Total.** Add lines 1 through 11	3,579,337.	3,479,781.		
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	12,175.	9,131.		3,044.
	c	Other professional fees STMT 4	119,649.	28,173.		91,476.
	17	Interest	32.	32.		0.
	18	Taxes STMT 5	65,481.	20,481.		0.
	19	Depreciation and depletion	14,824.	14,824.		
	20	Occupancy	1,530.	1,148.		383.
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	11,171.	2,372.		2,372.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	224,862.	76,161.		97,275.
	25	Contributions, gifts, grants paid	2,643,266.			2,643,266.
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,868,128.	76,161.		2,740,541.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	711,209.			
	b	**Net investment income** (if negative, enter -0-)		3,403,620.		
	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	416,407.	151,627.	151,627.
	2	Savings and temporary cash investments			
	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 7	15,838,488.	16,804,018.	41,322,358.
	c	Investments - corporate bonds STMT 8	9,297,533.	9,307,992.	9,212,024.
	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 ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	25,552,428.	26,263,637.	50,686,009.
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	10,722,209.	10,722,209.	
	29	Retained earnings, accumulated income, endowment, or other funds	14,830,219.	15,541,428.	
	30	**Total net assets or fund balances**	25,552,428.	26,263,637.	
	31	**Total liabilities and net assets/fund balances**	25,552,428.	26,263,637.	

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	25,552,428.
2	Enter amount from Part I, line 27a	2	711,209.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	26,263,637.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26,263,637.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENTS			
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	5,490,012.		3,621,225.	1,868,787.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,868,787.

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 — 1,868,787.

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	2,477,743.	50,914,445.	.048665
2014	2,679,856.	53,707,997.	.049897
2013	2,402,285.	50,350,437.	.047711
2012	2,228,026.	46,622,429.	.047789
2011	2,108,553.	46,046,018.	.045792

2	**Total** of line 1, column (d)	2	.239854
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	.047971
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	49,543,464.
5	Multiply line 4 by line 3	5	2,376,650.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	34,036.
7	Add lines 5 and 6	7	2,410,686.
8	Enter qualifying distributions from Part XII, line 4	8	2,740,541.

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 ▶ ☒ and enter 1% of Part I, line 27b			1	34,036.
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	34,036.
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	34,036.
6	Credits/Payments:				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	33,867.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	25,000.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	58,867.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	24,831.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 24,831. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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?	4b	X	
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) ▶ DE,NV			
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 ▶ HEIDEMARIE ROCHLIN Telephone no. ▶ 775-329-1611

Located at ▶ 3690 GRANT DR., STE. I-2, RENO, NV ZIP+4 ▶ 89509

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 ▶ ____ , ____ , ____ , ____				
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.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____ , ____ , ____ , ____				
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

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

			Yes	No
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
HEIDEMARIE ROCHLIN 3690 GRANT DR., SUITE I-2 RENO, NV 89509	PRESIDENT 20.00	0.	0.	0.
JOSEPH SCHONWALD 3690 GRANT DR., SUITE I-2 RENO, NV 89509	VICE - PRESIDENT 20.00	45,738.	0.	0.

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

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

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

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

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

(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	49,677,664.
b	Average of monthly cash balances	1b	620,269.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	50,297,933.
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	50,297,933.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	754,469.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	49,543,464.
6	**Minimum investment return** Enter 5% of line 5	6	2,477,173.

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	2,477,173.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 34,036.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b: 14,616.		
c	Add lines 2a and 2b	2c	48,652.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,428,521.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,428,521.
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	2,428,521.

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	2,740,541.
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	2,740,541.
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	34,036.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,706,505.

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				2,428,521.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			235,622.	
b Total for prior years: ______ , ______ , ______		0.		
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: ▶ $ 2,740,541.				
a Applied to 2015, but not more than line 2a			235,622.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				2,428,521.
e Remaining amount distributed out of corpus	76,398.			
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	76,398.			
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				0.
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	76,398.			
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 76,398.				

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).)

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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
a Paid during the year				
FROM K-1: ALLIANCEBERNSTEIN HOLDINGS, L.P 1345 AVE OF THE AMERICAS NEW YORK, NY 10105	NONE	PUBLIC CHARITY	VARIOUS	243.
FROM K-1: BUCKEYE PARTNERS, L.P. P.O. BOX 56169 HOUSTON, TX 77256	NONE	PUBLIC CHARITY	VARIOUS	23.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVE #607 NEW YORK, NY 10017-5269	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	1,636,000.
WOMEN'S & CHILDREN'S CENTER OF THE SIERRA 3905 NEIL ROAD, SUITE 2 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	5,000.
THE AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC. 711 THIRD AVENUE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	400,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	2,643,266.
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	1,605,062.	
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	211110	99,556.	15	5,932.	
8 Gain or (loss) from sales of assets other than inventory			18	1,868,787.	
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)		99,556.		3,479,781.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 3,579,337.

(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

Signature of officer or trustee — Date 11/15/2017 — Title PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
NOEMI O. ALLEN		11/15/17		P00390053

Firm's name ▶ J.A. SOLARI & PARTNERS, LLC — Firm's EIN ▶ 45-2604379

Firm's address ▶ 500 DAMONTE RANCH PKWY # 1008 RENO, NV 89521 — Phone no. (775) 827-3550

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	ALLIANCEBERNSTEIN HOLDINGS, L.P. SHORT-TERM GAIN,	P		
b	ALLIANCEBERNSTEIN HOLDINGS, L.P. LONG-TERM GAIN,	P		
c	BUCKEYE PARTNERS, L.P. NET SEC. 1231 LOSS, SEE AT	P		
d	ALLIANCEBERNSTEIN HOLDINGS, L.P. NET SEC. 1231 GA	P		
e	BUCKEYE PARTNERS, L.P. NET LONG TERM GAIN, SEE AT	P		
f	4,000 SHS - MERRILL LYNCH 7.28% PFD	P	10/30/98	01/29/16
g	R.O.C. - FHLMC 360071 9.5%	P	02/09/90	12/31/16
h	R.O.C. - GNMA PL 178466 9%	P	VARIOUS	12/31/16
i	39,210 SHS - BG GROUP PLC	P	12/08/86	03/07/16
j	C.I.L - BG GROUP PLC	P	12/08/86	04/12/16
k	LITIGATION GAIN - COUNTRYWIDE FINANCIAL CORP	P	VARIOUS	05/06/16
l	14,077 SHS - SABMILLER PLC SPONS. ADR	P	05/13/82	10/19/16
m	200,000 SHS - BANK AMERICA CORP SUB NOTE 5.42% 3/	P	03/15/11	02/29/16
n	5,000 SHS - BARCLAYS BANK PLC PFD SERIES 4P 7.75%	P	11/30/07	06/15/16
o	550,000 SHS - FEDERAL NAT'L MTG ASSN REMIC SER.2	P	03/27/14	06/27/16

	(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			229.	-229.
b	7,669.			7,669.
c			38.	-38.
d	1,082.			1,082.
e	652.			652.
f	100,000.		100,000.	0.
g	86.			86.
h	111.			111.
i	595,689.		74,340.	521,349.
j	6,103.			6,103.
k	35.			35.
l	771,993.		54,750.	717,243.
m	206,601.		199,098.	7,503.
n	125,000.		125,000.	0.
o	5,674.		1,091.	4,583.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-229.
b				7,669.
c				-38.
d				1,082.
e				652.
f				0.
g				86.
h				111.
i				521,349.
j				6,103.
k				35.
l				717,243.
m				7,503.
n				0.
o				4,583.

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	
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	

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04-01-16

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	500,000 SHS - FEDERAL HOME LOAN MTG CO REMIC 427	P	01/31/13	03/15/16
b	1,500,000 SHS - GVT.NATIONAL MTG ASSN REMIC 2013-	P	08/05/13	03/16/16
c	15,000 SHS - LOS ANGELES CA.MUN.IMXXX 6.49% 9/1/2	P	12/03/09	09/01/16
d	200,000 SHS - WEATHERFORD INTL LTD BERMUDA SEN.NT	P	04/13/15	04/13/15
e	233,976.96 SHS - WESTERN ASSET LIQUID RESERVES CL	P	10/21/15	09/30/16
f	REDEMPTION - GOVT. NAT'L MTG.ASSN. REMIC 2013-122	P	08/05/13	02/16/16
g	REDEMPTION - CSFB 04-51A6 6.0 092534	P	VARIOUS	12/31/16
h	REDEMPTION - CSFB 06-24A3 6.0 0325361	P	VARIOUS	12/31/16
i	REDEMPTION - CSMC 06-73A7 6.5 0825361	P	VARIOUS	12/31/16
j	REDEMPTION - FNMA 12-7TD 3.5 022542	P	VARIOUS	12/31/16
k	REDEMPTION - FNMA 14-89ND 3.0 012545	P	VARIOUS	12/31/16
l	REDEMPTION - FNMA 15-32ED 3.0 052545	P	VARIOUS	12/31/16
m	REDEMPTION - FNMA 15-27UA 3.0 0125451	P	VARIOUS	12/31/16
n	REDEMPTION - FNMA 15-53KC 3.0 0125451	P	VARIOUS	12/31/16
o	REDEMPTION - FNMA 16-79JD 2.5 112546	P	VARIOUS	12/31/16

	(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	2,556.			2,556.
b	1,653.			1,653.
c	15,000.		15,000.	0.
d	182,015.		199,305.	-17,290.
e	233,977.		233,977.	0.
f	80,986.		75,144.	5,842.
g	78,600.		78,600.	0.
h	19,798.		19,798.	0.
i	18,860.		18,860.	0.
j	101,292.		101,292.	0.
k	183,490.		183,490.	0.
l	18,233.		18,233.	0.
m	285,895.		285,895.	0.
n	159,976.		159,976.	0.
o	1,913.		1,913.	0.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				2,556.
b				1,653.
c				0.
d				-17,290.
e				0.
f				5,842.
g				0.
h				0.
i				0.
j				0.
k				0.
l				0.
m				0.
n				0.
o				0.

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	
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	

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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	REDEMPTION - FHLMC 4273GU 3.0 121541	P	10/31/13	01/15/16
b	REDEMPTION - FHLMC 4491CD 2.5 031540	P	VARIOUS	12/31/16
c	REDEMPTION - FHLMC 4623 ED 2.5 101546	P	VARIOUS	12/31/16
d	REDEMPTION - GNMA 13-188GW 3.0 121643	P	VARIOUS	12/31/16
e	REDEMPTION - GNMA 13-149GB 3.0 091643	P	VARIOUS	12/31/16
f	REDEMPTION - GNMA 13-122GD 3.5 081643	P	VARIOUS	01/16/16
g	REDEMPTION - GNMA 15-149UA 3.0 102045	P	VARIOUS	12/31/16
h	REDEMPTION - WFMBS06-11A12 6.0 092536	P	VARIOUS	12/31/16
i	200,000 SHS - FORD MOTOR CREDIT MED.TERM NOTE 4.1	P	10/20/15	10/20/16
j	C.I.L - LIONGATES INTERTAINMENT CORP CL.B	P	12/12/16	12/12/16
k	C.I.L - QUALITY CARE PROPERTIES INC	P	11/01/16	11/01/16
l	C.I.L - ALCOA, INC.	P	10/06/16	10/06/16
m	C.I.L - CALIFORNIA RESOURCE CORP NEW	P	06/01/16	06/01/16
n	5,000 SHS - GOLDMAN SACHS MLP ENERGY RENAISSANCE	P	09/25/14	02/17/16
o	5,000 SHS - AETNA, INC. NEW	P	12/15/00	02/16/16

	(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	9,533.		7,093.	2,440.
b	43,266.		43,266.	0.
c	554.		551.	3.
d	153,730.		153,730.	0.
e	117,608.		117,608.	0.
f	130,837.		130,837.	0.
g	288,830.		288,830.	0.
h	449.		449.	0.
i	200,000.		200,895.	-895.
j	24.			24.
k	6.			6.
l	21.			21.
m	11.			11.
n	22,369.		91,775.	-69,406.
o	506,669.		42,813.	463,856.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				2,440.
b				0.
c				3.
d				0.
e				0.
f				0.
g				0.
h				0.
i				-895.
j				24.
k				6.
l				21.
m				11.
n				-69,406.
o				463,856.

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	
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	

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04-01-16

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	C.I.L - ALCOA, INC.	P	05/22/00	11/01/16
b	C.I.L - CALIFORNIA RESOURCE CORP NEW	P	05/22/00	03/24/16
c	C.I.L - DELL TECHNOLOGIES, INC. CLASS V	P	VARIOUS	09/07/16
d	8,000 SHS - EMC CORP MASS	P	10/14/99	09/07/16
e	300,000 SHS GOLDMAN SACH GRP, INC. MEDIUM NOTES	P	03/27/13	07/05/16
f	167,000 SHS - GOLDMAN SACHS GRP INC, SR UNSECURED	P	10/05/11	02/08/16
g	104.5 SHS - LIBERTY MEDIA CORP SER.A BRAVES GRO	P	VARIOUS	09/19/16
h	261 SHS - LIBERTY MEDIA GROUP COM SER.A MEDIA GRO	P	05/10/06	09/19/16
i	209 SHS - LIBERTY MEDIA CORP SER.C BRAVES GROUP	P	05/10/06	09/19/16
j	1,045 SHS - STARZ SERIES A	P	11/18/03	12/12/16
k	7,500 SHS - MV OIL TRUST	P	01/19/07	05/13/16
l	R.O.C. - MV OIL TRUST	P	01/19/07	04/15/16
m	C.I.L - LIBERTY MEDIA	P	VARIOUS	12/31/16
n	LITIGATION GAIN - FANNIE MAE 2008 SECURITIES	P	VARIOUS	12/14/16
o	CAPITAL GAIN DIST. - NEW GERMANY FUNDS	P	VARIOUS	12/31/16

	(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	8.			8.
b	1.			1.
c	33.			33.
d	192,400.		68,539.	123,861.
e	300,000.		300,000.	0.
f	167,000.		160,050.	6,950.
g	1,766.		40.	1,726.
h	7,312.		82.	7,230.
i	3,513.		64.	3,449.
j	37,313.		18,503.	18,810.
k	39,688.		46,493.	-6,805.
l	3,578.		3,578.	0.
m	25.			25.
n	762.			762.
o	5,375.			5,375.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				8.
b				1.
c				33.
d				123,861.
e				0.
f				6,950.
g				1,726.
h				7,230.
i				3,449.
j				18,810.
k				-6,805.
l				0.
m				25.
n				762.
o				5,375.

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	
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	

623591
04-01-16

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	CAPITAL GAIN DIST. - ESSEX PROPERTIES	P	VARIOUS	12/31/16
b	CAPITAL GAIN DIST. - GENERAL GROWTH PROPERTIES	P	VARIOUS	12/31/16
c	CAPITAL GAIN DIST. - WEYERHAEUSER	P	VARIOUS	12/31/16
d	CAPITAL GAIN DIST. - KIMCO REALTY CORP	P	VARIOUS	12/31/16
e	CAPITAL GAIN DIST. - WELLTOWER INC	P	VARIOUS	12/31/16
f	CAPITAL GAIN DIST. - EAGLE POINT	P	VARIOUS	12/31/16
g	CAPITAL GAIN DIST. - MACERICH	P	VARIOUS	12/31/16
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,593.			1,593.
b	961.			961.
c	4,431.			4,431.
d	2,122.			2,122.
e	4,380.			4,380.
f	19,428.			19,428.
g	19,477.			19,477.
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				1,593.
b				961.
c				4,431.
d				2,122.
e				4,380.
f				19,428.
g				19,477.
h				
i				
j				
k				
l				
m				
n				
o				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	1,868,787.
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

623591
04-01-16

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SCHECHTER INSTITUTE BOX#3566, PO BOX#8500 PHILIDELPHIA, PA 19178	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
AMERICAN FRIENDS OF CHASDEI LEV 1078 EAST 26TH ST. BROOKLYN, NY 11210	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	30,000.
HANNATON 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
KOBY MANDELL FOUNDATION 366 PEARSALL AVENUE SUITE 1 CEDARHURST, NY 11516	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
KNPB CHANNEL 5 PUBLIC BROADCASTING 1670 NORTH VIRGINIA STREET RENO, NV 89503	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
FRIENDS OF IDC 116 E 16TH ST #1101 NEW YORK, NY 10003	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	30,000.
YAD HACHESED 760 MONTGOMERY ST APT 4A BROOKLYN, NY 11213	NONE	PRIVATE FOUNDATION	ORGANIZATIONAL MISSION	30,000.
AMERICAN YEDIDIM, INC 17515 NE 7TH AVE N MIAMI BEACH, FL 33162	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	35,000.
SIERRA NEVADA JOURNEY'S 190 E LIBERTY ST RENO, NV 89501	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	5,000.
SIERRA ARTS FOUNDATION 17 S VIRGINIA ST RENO, NV 89501	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	10,000.
Total from continuation sheets				602,000.

623631
04-01-16

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CENTRAL FUND OF ISRAEL 980 AVE OF THE AMERICAS FRNT 3 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	55,000.
THE YAD YAAKOV FUND 5603 DUVAL STREET PENSACOLA, FL 32503	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
FRIENDS OF ISRAEL SCI-TECH SCHOOLS, INC. 25 WEST 45TH STREET, SUITE 1405 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	30,000.
RENOWN HEALTH FOUNDATION 1155 MILL STREET O2 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
ALZHEIMER'S ASSOCIATION OF NORTHER NV CHAPTER 1301 CORDONE AVENUE, SUITE 18 RENO, NV 89502	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	5,000.
JEWISH HOME FOR THE AGED 7150 TAMPA AVE RESEDA, CA 91335	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	53,000.
JEWISH BRAILLE INSTITUTE INTERNATIONAL 110 EAST 30TH STREET NEW YORK, NY 10016	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	2,000.
AMERICAN SUPPORT FOR ISRAEL 1732 1ST AVE #27091 NEW YORK, NY 10128	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	60,000.
THE GOOD PEOPLE FUND 384 WYOMING AVENUE MILBURN, NJ 07041	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
HAROLD GRINSPOON FOUNDATION 67 HUNT STREET SUITE 100 AGAWAM, MA 01001	NONE	PRIVATE FOUNDATION	ORGANIZATIONAL MISSION	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HILLEL OF NORTHERN NEVADA 305 W MOANA LN STE B RENO, NV 89509	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	2,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVENUE SUITE 1645 NEW YORK, NY 10170	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
PROJECT KESHER 600 MAMARONECK AVE #400 HARRISON, NY 10528	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	15,000.
SHALOM HARTMAN INSTITUTE ONE PENNSYLVANIA PLAZA SUITE 1606 NEW YORK, NY 10119	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	25,000.
CONGREGATION TEMPLE EMANU-EL 1031 MANZANITA LANE RENO, NV 89509	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	5,000.
NEW SEEDS FOUNDATION POST OFFICE BOX 61186 PALO ALTO, CA 94306	NONE	PUBLIC CHARITY	ORGANIZATIONAL MISSION	20,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ALLIANCEBERNSTEIN HOLDING L.P	745.	0.	745.	745.	
K-1 ALLIANCEBERNSTEIN HOLDING L.P	34.	0.	34.	34.	
K-1 BUCKEYE PARTNERS, L.P. DIVIDENDS	113.	0.	113.	113.	
K-1 BUCKEYE PARTNERS, L.P. INTEREST	51.	0.	51.	51.	
PERMIAN BASIN - INTEREST INCOME	1.	0.	1.	1.	
PUBLICLY TRADED SECURITIES - DIVIDENDS	1,188,312.	0.	1,188,312.	1,188,312.	
PUBLICLY TRADED SECURITIES - INTEREST	415,806.	0.	415,806.	415,806.	
TO PART I, LINE 4	1,605,062.	0.	1,605,062.	1,605,062.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 ALLIANCE CAPITAL MANAGEMENT	47,617.	0.	
K-1 BUCKEYE PARTNERS, L.P.	51,939.	0.	
PERMIAN BASIN ROYALTY TRUST	9,422.	9,422.	
MV OIL TRUST	-3,490.	-3,490.	
TOTAL TO FORM 990-PF, PART I, LINE 11	105,488.	5,932.	

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 - J.A. SOLARI & PARTNERS, LLC	12,175.	9,131.		3,044.
TO FORM 990-PF, PG 1, LN 16B	12,175.	9,131.		3,044.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES - JOSEPH SCHONWALD	45,738.	0.		45,738.
MANAGEMENT FEES - DAVID RIECKERS	27,000.	27,000.		0.
MANAGEMENT FEES - ROLINDA SCHONWALD	45,738.	0.		45,738.
TRUST ADMINSTATIVE EXPENSE	1,173.	1,173.		0.
TO FORM 990-PF, PG 1, LN 16C	119,649.	28,173.		91,476.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHOLDING ON DIVIDENDS	20,108.	20,108.		0.
OTHER TAXES	373.	373.		0.
INCOME TAX EXPENSE	45,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	65,481.	20,481.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	1,920.	960.		960.
MISCELLANEOUS EXPENSES FROM INVESTMENTS	785.	393.		393.
COMMUNICATION EXPENSES	2,037.	1,019.		1,019.
NON-DEDUCTABLE EXPENSES FROM INVESTMENTS	6,429.	0.		0.
TO FORM 990-PF, PG 1, LN 23	11,171.	2,372.		2,372.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
STOCK - 2,500 SHS ABBOTT LABORATORIES	53,181.	96,025.
STOCK - 2,500 SHS ABBVIE INC	57,670.	156,550.
STOCK - 615 SHS ALCOA INC	26,853.	17,269.
STOCK - 14,000 SHS ALCENTRA CAPITAL CORP	187,958.	167,580.
STOCK - 20,000 SHS ALLIANCE BERNSTEIN HLD	0.	469,000.
STOCK - 4,634 SHS ALLSTATE CORP	36,271.	343,472.
STOCK - 5,000 SHS AMERICAN ELECTRIC POWER	88,925.	314,800.
STOCK - 1,000 SHS AMERCO	173,989.	369,590.
STOCK - 21,815 SHS ANGELES CORP	0.	0.
STOCK - 16,000 SHS APPLIED MATERIALS	226,471.	516,320.
STOCK - 8,337 SHS A.T & T, INC.	38,527.	354,573.
STOCK - 15,843 SHS A.T. & T, INC	125,552.	673,803.
STOCK - 5,000 SHS AUTOMATIC DATA PROCESSING INC.	198,836.	513,900.
STOCK - 11,274 SHS BANK OF AMERICA CORP	192,274.	249,155.
STOCK - 6,000 SHS BARCLEYS BANK PLC 8.125% PFD	150,000.	153,240.
STOCK - 39,210 SHS BG PLC ADR	0.	0.
STOCK - 4,500 SHS BOEING CO	580,468.	700,560.
STOCK - 9,000 SHS BRISTOL MYERS SQUIBB	280,306.	525,960.
STOCK - 8,600 SHS BUCKEYE PARTNERS LP	2,116.	568,976.
STOCK - 15,000 SHS CALAMOS CONV & HI INCOME	213,454.	158,250.
STOCK - 8,000 SHS CALAMOS DYNAMIC CONVERT.&INCOME FD	191,948.	140,240.
STOCK - 937 SHS CALIFORNIA RESOURCE CORP	9,659.	19,949.
STOCK - 1,666 SHS CDK GLOBAL INC (SPIN-OFF FROM ADP)	28,758.	99,444.
STOCK - 40,500 SHS CENTRICA PLC	32,375.	117,009.
STOCK - 16,164 SHS CHEVRON TEXACO	338,424.	1,902,503.
STOCK - 9,000 SHS CM FINANCE INC	135,000.	83,700.
STOCK - 8,000 SHS COCA COLA	157,396.	331,680.

STOCK - 3,000 SHS COCA-COLA COMPANY	112,358.	124,380.
STOCK - 38,000 SHS COLGATE PALMOLIVE	306,621.	2,486,720.
STOCK - 9,249 SHS COMCAST CORP, CL.A NEW	200,249.	638,643.
STOCK - 11,290 SHS CONOCO PHILLIPS	77,049.	566,081.
STOCK - 6,000 SHS COUNTRYWIDE CAP.7% 11/1/2036	150,000.	152,760.
STOCK - 5,706 SHS DAIMLER CHRYSLER	250,199.	423,100.
STOCK - 891 SHS DELL TECHNOLOGIES INC CL.V (MERGER EMC)	43,351.	48,978.
STOCK - 6,000 SHS DEUTSCHE BANK CONT.8.05%TR. V	150,000.	151,560.
STOCK - 13,000 SHS DOUBLELINE INCOME SOLUTION FUND	306,858.	246,870.
STOCK - 15,122 SHS DOW CHEMICAL	126,171.	865,281.
STOCK - 5,000 SHS EAGLE POINT CREDIT COMPANY LLC	95,672.	83,550.
STOCK - 21,144 SHS ELOT	0.	21.
STOCK - 8,000 SHS EMC CORP MASS	0.	0.
STOCK - 4,000 SHS EMERSON ELECTRIC CO	191,569.	223,000.
STOCK - 1,916 SHS ESSEX PROPERTY TRUST,INC	85,960.	445,470.
STOCK - 21,000 SHS EXXON MOBIL CORP	461,050.	1,895,460.
STOCK - 8,000 SHS FANNIE MAE 8.25% PREF. SER. T	200,000.	63,200.
STOCK - 15,773 SHS FORD MOTORS	189,054.	190,841.
STOCK - 37,134 SHS GABELLI EQUITY TR	170,896.	204,980.
STOCK - 3,943 SHS GENERAL GROWTH PPTY COM/NEW	39,128.	98,496.
STOCK - 3,000 SHS GENERAL DYNAMICS CORP COM	161,701.	517,980.
STOCK - 10,000 SHS GENERAL ELECTRIC COMP.	273,140.	316,000.
STOCK - 8,941 SHS GOLDFIELDS LTD	92,343.	26,912.
STOCK - 5,000 SHS GOLDMAN SACHS MLP ENERGY RENAIS.FD	0.	0.
STOCK - 8,112 SHS HCP INCORPORATED	51,125.	241,089.
STOCK - 1,500 SHS IMPERIAL BRANDS PLC	11,029.	65,325.
STOCK - 2,000 SHS IMPERIAL BRANDS PLC	74,088.	87,100.
STOCK - 3,000 SHS INTL.BUSINESS MACHINES CORP	310,927.	497,970.
STOCK - 9,000 SHS INT'L PAPER CO	285,970.	477,540.
STOCK - 4,000 SHS JOHNSON & JOHNSON	238,600.	460,840.
STOCK - 11,970 SHS J.P.MORGAN CHASE & CO	104,905.	1,032,891.
STOCK - 4,041 SHS KAYNE ANDERSON MLP.INVT.COMP	60,744.	79,123.
STOCK - 8,530 SHS KAYNE ANDERSON ENERGY TO.RET.	157,352.	100,739.
STOCK - 7,000 SHS KIMCO REALTY TR	121,758.	176,120.
STOCK - 1,666 SHS KRAFT HEINZ COMPANY	45,728.	145,475.
STOCK - 6,000 SHS LEHMAN BROS.CAP TRUST 6% 4/22/53	0.	420.
STOCK - 1,045 SHS LIBERTY MEDIA CORP SER A SIRIUSXM (LSXMA)	439.	36,073.
STOCK - 522 SHS LIBERTY MEDIA CORP CL. C (LMCK)	158.	16,354.
STOCK - 2,090 SHS LIBERTY MEDIA CORP SER.C SISRIUSXM(LSXMK)	850.	70,893.
STOCK - 261 SHS LIBERTY BROADBAND CORP, CL. A	185.	18,912.
STOCK - 522 SHS LIBERTY BROADBAND CORP, CL. C (LBRDA)	366.	38,665.
STOCK - 708 SHS LIONGATES ENTERTAINMENT CORP CL.B(STARZ MERG)	298.	17,374.
STOCK - 5,413 SHS MACERICH COMPANY	80,366.	383,457.
STOCK - 10,588 SHS MACY'S INC	179,918.	379,156.
STOCK - 15,000 SHS MARATHON OIL CORP	115,810.	259,650.

STOCK - 7,500 SHS MARATHON PETROLEUM CORP	75,252.	755,250.
STOCK - 1,500 SHS MCKESSON CORPORATION	297,009.	210,675.
STOCK - 4,000 SHS MEDTRONIC INC	205,354.	284,920.
STOCK - 4,000 SHS MERRILL LYNCH PF CAP V	0.	0.
STOCK - 4,000 SHS MERRILL LYNCH CAP.TRUST III 7.35%	100,000.	102,840.
STOCK - 5,000 SHS MONDELEZ INTL.INC., COM	89,377.	221,650.
STOCK - 3,900 SHS MORGAN STANLEY	21,026.	164,775.
STOCK - 3,000 SHS MORGAN STANLEY	103,449.	126,750.
STOCK - 7,500 SHS MV OIL TRUST UNITS	0.	0.
STOCK - 10,998 SHS NEW GERMANY FUND	125,111.	143,744.
STOCK - 2,699 SHS NEWMONT MINING	103,169.	91,955.
STOCK - 3,000 SHS NORFOLK SOUTHERN CORP	219,909.	324,210.
STOCK - 10,000 SHS NUVEEN HIGH INCOME DECEMBER 19 TARGET	100,000.	101,035.
STOCK - 20,000 SHS NUVEEN HIGH INCOME NOVEMBER 21 TARGET	200,000.	197,600.
STOCK - 19,000 SHS OCCIDENTAL	199,158.	1,353,370.
STOCK - 172,493 SHS PERMIAN BASIN ROYALTY L.P.	140,942.	154,200.
STOCK - 5,000 SHS P G & E CORP	78,950.	303,850.
STOCK - 2,000 SHS PHILIP MORRIS INTERNATIONAL, INC	79,619.	182,980.
STOCK - 5,645 SHS PHILLIPS 66	22,898.	487,784.
STOCK - 18,300 SHS PRAXAIR	288,672.	2,144,577.
STOCK - 1,622 SHS QUALITY CARE PROPERTIES INC	24,168.	25,141.
STOCK - 9,000 SHS REALTY INCOME CORP REIT	411,390.	517,320.
STOCK - 14,077 SHS SABMILLER PLC	0.	0.
STOCK - 3,662 SHS SASOL LTD ADR	41,984.	104,697.
STOCK - 4,000 SHS SCHLUMBERGER	36,749.	335,800.
STOCK - 4,000 SHS SEMPRA ENERGY	76,602.	402,560.
STOCK - 37,334 SHS SINGAPORE AIRLINES LTD SIA	196,916.	249,425.
STOCK - 27,253 SHS SINGAPORE AIRPORT TERMINAL	43,605.	91,319.
STOCK - 12,600 SHS SOUTHERN CORP	128,228.	619,794.
STOCK - 4,000 SHS SILICON VALLEY B 7% PFD (SVB CAPITAL)	100,005.	103,093.
STOCK - 1,045 SHS STARZ LIBERTY CAP.COM., SER-A	0.	0.
STOCK - 5,000 SHS STARBUCKS CORP	265,264.	277,600.
STOCK - 6,000 SHS STONECASTLE FINANCIAL CORP	143,543.	112,140.
STOCK - 22,350 SHS TELEFONICA DE ESPANA	131,070.	205,620.
STOCK - 3,000 SHS TEVA PHARMACEUTICAL ADR INDS LT	147,415.	108,750.
STOCK - 15,000 SHS T H L CREDIT SENIOR LOAN FUND	300,000.	281,100.
STOCK - 9,348 SHS TOTAL CORP ADR	91,544.	476,468.
STOCK - 10,598 SHS VERIZON CORP	375,621.	565,721.
STOCK - 5,000 SHS VODAFONE GROUP PLC NEW	146,489.	122,150.
STOCK - 9,640 SHS WEC ENERGY GROUP INC	444,538.	565,386.
STOCK - 5,000 SHS WELLTOWER INC. (FORMER HEALTH REIT)	182,024.	334,650.
STOCK - 3,573 SHS WEYERHAEUSER	66,494.	107,512.
STOCK - 42,373 SHS WESTERN ASSET LIQUID RESERVES CL. A	0.	0.
STOCK - 4,162 SHS WYNDHAM WORLDWIDE CORP	189,654.	317,852.
STOCK - 25,000 SHS AETNA, INC. NEW	214,063.	3,100,250.

ABRAHAM & SONIA ROCHLIN FOUNDATION 94-1696244

STOCK - 1,846 SHS ARCONIC INC	73,125.	34,225.
STOCK - STIFEL INSURED BANK PROGRAM	380,482.	380,482.
STOCK - WFA/AGE MMKT.BANK DEP.SWEEP	1,092,754.	1,132,141.
BOND - BARCLEYS BANK PLC 7.75% PFD	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,804,018.	41,322,358.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND - ALCOA INC, SR UNSECURED 5.4% 4/15/2021	260,870.	265,738.
BOND - ADVANCE AUTO PARTS, INC.COMP.GTD 5.75%5/1/20	213,408.	216,072.
BOND - ASSURED GUARANTY US HLDG SR.NOTE 5% 7/1/24	206,407.	210,338.
BOND - AVON PRODUCTS INC. SR.UNSEC. 5% 3/15/2023	101,890.	94,000.
BOND - BANK OF AMER.CORP SR.SUB NOTE 5.42%3/15/17	0.	0.
BOND - BANK OF AMERICA CORP INTERNOTES 5.3% 3/15/17	241,005.	251,938.
BOND - BANK OF AMER.CORP INT.NTS.MED.TERM 4.25% 10/22/26	101,045.	99,361.
BOND - BUCKEYE PARTNERS LP SR.UNSECD NOTE 6.05% 1/15/18	252,650.	259,805.
BOND - CITIGROUP INC, SUBORDINATED 4.45% 9/29/27	100,452.	101,274.
BOND - CREDIT AGRICOLE CIB STP.UP MED.TERM 3% 2/21/25	196,105.	185,048.
BOND - CRED.SUISSE MTG,CAP SER 2006-2 .6%3/25/36	172,942.	126,867.
BOND - CRED.SUISSE MTG,CAP SER.2006-7 6.5% 8/25/36	79,165.	44,586.
BOND - CREDIT SUISSE FIRST BOSTON 6%SER 2004-5 9/25/34	28,125.	28,849.
BOND - DOMTAR CORP COMPANY GTD 4.4% 4/1/2022	102,387.	103,000.
BOND - EBAY INC.SR.UNSECCURED NOTE 3.45% 8/1/2024	197,611.	195,638.
BOND - ELECTRONIC ARTS INC SR UNSECURED 4.8% 3/1/2026	205,841.	211,252.
BOND - ELOT INC CV S/DB WARRANTS 12/31/13	50,000.	0.
BOND - ENERGEN CORP SR.UNSECURED 4.625% 9//2012	200,527.	201,782.
BOND - ENERGY TRANSFER PARTNERS SR.NOTE 2.5% 6/15/18	240,080.	250,918.
BOND - FEDL HOME LOAN MTG CORP 9.5.% 08/01/2019	0.	0.
BOND - FEDL HOME LN MTG CORP MULTI REMIC 4237 3% 12/15/41	0.	0.
BOND - FEDL HOME LN MTG CORP MULTI REMIC 4491 2.5% 3/15/40	130,509.	135,620.
BOND - FEDL HOME LN MTG CORP MULTI REMIC 4623 2.5%	298,326.	285,694.

BOND - FEDL,NATL MTG ASSN REMIC 2015-53CL KC 3% 1/25/45	30,116.	29,955.
BOND - FEDL.NATL MTG ASSN REMIC 2014-89 CL ND 3%	381,156.	377,699.
BOND - FEDL.NATL MTG ASSN REMIC SER 2015-27 CL-UA 3%	92,795.	91,408.
BOND - FEDL NATL MTG ASSN REMIC SER 2015-32 CL-ED 3% 5/25/45	76,315.	76,464.
BOND - FEDL NATL MTG ASSN REMIC SER 2016-79 CL JD 2.5%	197,342.	188,998.
BOND - FORD MOTOR CREDIT CO.LLC NTS 4.1% 10.20.25	0.	0.
BOND - GOVT NAT'L MTG ASSN SER 2013-149 CL: GB 3% 9.16.43	3,324.	4,592.
BOND - GOVT NAT'L MTG ASSN SER 2013-188 CL:GW 3% 12/16/43	57,744.	60,265.
BOND - GOV'T NAT'L MTG ASSN SER 2013-122 CL:GD 3.5%8/16/43	0.	0.
BOND - GOVT.NATL.MTG.ASSN. SER. 2015-149 CL UA 3%	178,100.	181,476.
BOND - GNMA 9% '16	1.	131.
BOND - GOLDMAN SACHS GRP.SENR.UNSEC.3.625%2/7/16	0.	0.
BOND - GOLDMAN SACHS GRP.INC.MED.TERM 2.5% 10/2/23	0.	0.
BOND - HEWLETT PACKARD CO. SR. UNSEC. 4.65% 12/9/2021	100,891.	106,624.
BOND - INGRAM MICRO INC.SR. UNSECURED 5% 8/10/2022	257,258.	243,903.
BOND - JP MORGAN CHASE & CO. UNSECURED 1.8% 1/25/18	299,392.	299,652.
BOND - JP MORGAN CHASE & CO STEP-UP2% 8/30/22	200,000.	198,614.
BOND - KEMPER CORP.SR.UNSEC.NOTE 4.35% 2/15/2025	204,879.	197,432.
BOND - KOHL'S CORP UNSECURED 4.75% 12/15/2023	103,507.	105,622.
BOND - L.A.MUNI.IMPT.CORP.LSE. 6.49% 9/1/2019	50,000.	53,160.
BOND - MORGAN STANLEY 4.1% 05/22/2023 MED.TERM NTS	297,577.	306,768.
BOND - MORGAN STANLEY SUB.MED.TERM NTS 4.35% 9/8/26	303,178.	307,623.
BOND - M.S.STEP UP RANGE ACCR.NTS 6.5.% 4/8/26	200,000.	207,766.
BOND - MURPHY OIL CORP SR, UNSECURED 4% 6/1/2022	203,071.	191,976.
BOND - MURRAY STREET INVESTMENT TRUST 4.647% 3/9/17	199,632.	201,042.
BOND - NEWMONT MINING CORP COMP.GTD 5.125% 10/1/19	209,965.	214,096.
BOND - OMEGA HLTHCARE INVESTORS SR.UNSEC.NTS 5.25%1/15/26	206,607.	204,220.
BOND - ONEOK PARTNERS LP SR.NOTE 3.2% 9/15/2018	119,526.	122,620.
BOND - PITNEY BOWES INC. UNSECURED 4.625% 03/15/2024	297,907.	294,306.
BOND - PLAINS ALL AMER. PIPLINE LP SR.NOTE 6.5% 5/1/2018	248,420.	264,193.
BOND - POTASH CORP- SASKATCHEWAN 3.625% 3/15/24	100,005.	98,901.
BOND - QUALCOMM INC SR UNSECURED 3.45% 5/20/2025	190,599.	203,250.

BOND - SOCIETE GENERALE MED.TERM NT.STEP 3.25% 12/1/2025	200,000.	190,494.
BOND - TECH DATA CORP, SR. UNSECURED 3.75% 9/21/17	204,852.	202,706.
BOND - TIME WARNER CABLE INC. COMPANY GTD 4% 9/1/2021	202,957.	204,608.
BOND - WELLS FARGO MTG.SER.2006-11 6%9/25/36	807.	1,056.
BOND - WEATHERFORD INT'L LTD.BERMUDA S.NTS 5.125%9/15/20	0.	0.
BOND - WILLIAMS PARTNERS SR NOTE 7.25% 2/1/2017	201,605.	200,782.
BOND - WILLIAMS PARTNERS SR NOTE 5.25% 3/15/2020	101,255.	106,842.
BOND - WYNN LAS VEGAS LLC/CORP 5.375% 3/15/22	207,864.	205,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	9,307,992.	9,212,024.