

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.**

For calendar year 2015 or tax year beginning _____ **, and ending** _____

Name of foundation HUBBELL-WATERMAN FNDN			A Employer identification number 42-6126467	
Number and street (or P.O. box number if mail is not delivered to street address) 104 W SECOND ST. SUITE 2A		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town DAVENPORT	State IA	ZIP code 52801		
Foreign country name	Foreign province/state/county	Foreign postal code		

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 31,588,447 **J Accounting method:** Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis.)

C If exemption application is pending, check here **D 1.** Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	332,450			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	705,844	671,124		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	653,506			
	b Gross sales price for all assets on line 6a 7,210,143				
	7 Capital gain net income (from Part IV, line 2)		653,506		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	37,045	37,045			
12 Total. Add lines 1 through 11	1,728,845	1,361,675	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	116,231	92,985		23,246
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	5,000			5,000
	b Accounting fees (attach schedule)	1,982			1,982
	c Other professional fees (attach schedule)	56,469			56,469
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	39,913	14,909		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	47,646	13,475		34,171
	24 Total operating and administrative expenses. Add lines 13 through 23	267,241	121,369	0	120,868
	25 Contributions, gifts, grants paid	1,645,654			1,645,654
26 Total expenses and disbursements. Add lines 24 and 25	1,912,895	121,369	0	1,766,522	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-184,050				
b Net investment income (if negative, enter -0-)		1,240,306			
c Adjusted net income (if negative, enter -0-)			0		

WELLS FARGO BANK, N.A.

Statement Regarding Reason for Filing Amended Return

Trust Name: HUBBELL-WATERMAN FNDN
EIN: 42-6126467

This amended return is being filed due to the following and supersedes all previous returns for the tax year. On behalf of Wells Fargo Bank, N.A. as trustee for the above referenced account, this return is being amended to correctly report the co-trustees of the account.

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	44,891		
	2	Savings and temporary cash investments	3,452,083	2,818,624	2,818,624
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	25,490,985	25,987,490	28,769,823	
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	28,987,959	28,806,114	31,588,447	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	28,987,959	28,806,114		
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	28,987,959	28,806,114		
31	Total liabilities and net assets/fund balances (see instructions)	28,987,959	28,806,114		

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	28,987,959
2	Enter amount from Part I, line 27a	2	-184,050
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	82,994
4	Add lines 1, 2, and 3	4	28,886,903
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	80,789
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	28,806,114

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	653,506
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	1,133,729	33,689,258	0.033653
2013	1,493,994	31,756,756	0.047045
2012	1,645,947	29,600,001	0.055606
2011	1,513,576	29,981,998	0.050483
2010	1,289,975	28,469,159	0.045311
2	Total of line 1, column (d)		2 0.232098
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.046420
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5		4 32,614,164
5	Multiply line 4 by line 3		5 1,513,949
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 12,403
7	Add lines 5 and 6		7 1,526,352
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 1,766,522

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

Table with 11 rows for excise tax calculations. Includes sub-tables for credits/payments (6a-6d) and total amounts. Values include 12,403, 0, 18,652, 6,249.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes 'Yes' and 'No' columns. Questions cover political activities, Form 1120-POL, tax on political expenditures, and substantial contributors.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of WELLS FARGO BANK N.A Telephone no. 888-730-4933
Located at 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 27101
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No 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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X
(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 X
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 1b X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? Yes No X
If "Yes," list the years 20 , 20 , 20 , 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) 2b N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 20 , 20 , 20 , 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.) 3b N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015? 4b X

Statement B

HUBBELL-WATERMAN FNDN

EIN: 42-6126467

Substantial Contributors

1. WATERMAN, MARY H - CLUT 1 WELLS FARGO BANK	<u>Amount Contributed</u>
1 W 4TH ST 4TH FLOOR MAC D4000-041	Cash: \$128,793
WINSTON SALEM, NC 27101	
2. WATERMAN, MARY H - CLUT 2 WELLS FARGO BANK	<u>Amount Contributed</u>
1 W 4TH ST 4TH FLOOR MAC D4000-041	Cash: \$203,657
WINSTON SALEM, NC 27101	

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)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
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? **7b** N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Statement		0		
	.00	0		
	.00	0		
	.00	0		
	.00	0		

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments. See instructions. 3 NONE	

Total. Add lines 1 through 3 ▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	30,603,119
b	Average of monthly cash balances	1b	2,507,707
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	33,110,826
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	33,110,826
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	496,662
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	32,614,164
6	Minimum investment return. Enter 5% of line 5	6	1,630,708

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	1,630,708
2a	Tax on investment income for 2015 from Part VI, line 5	2a	12,403
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	12,403
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,618,305
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,618,305
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,618,305

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	1,766,522
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,766,522
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	12,403
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,754,119

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,618,305
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			273,426	
b Total for prior years: 20 ____, 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ \$ <u>1,766,522</u>				
a Applied to 2014, but not more than line 2a			273,426	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				1,493,096
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				125,209
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling
b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2015, (b) 2014, (c) 2013, (d) 2012, (e) Total. Rows include 2a-e (Qualifying distributions) and 3a-d (Alternative tests).

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:
Check here [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 <i>Paid during the year</i> See Attached Statement				
Total ▶ 3a				1,645,654
b <i>Approved for future payment</i> NONE				
Total ▶ 3b				0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LIVING LANDS & WATERS

Street

17624 RTE 84 N

City

EAST MOLINE

State

IL

Zip Code

61244

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

35,000

Name

LYDIA HOME ASSOCIATION

Street

4300 WEST IRVING PARK RD

City

CHICAGO

State

IL

Zip Code

60641

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

PROJECT RENEWAL OF DAVENPORT, INC

Street

906 W 5TH ST

City

DAVENPORT

State

IA

Zip Code

52802

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

7,000

Name

QUAD CITY ARTS, INC.

Street

1715 2ND AVE

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

75,000

Name

QUAD CITY SYMPHONY ORCHESTRA ASSOCIATION

Street

327 BRADY ST

City

DAVENPORT

State

IA

Zip Code

52801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50,000

Name

SCOTT COUNTY FAMILY YMCA

Street

624 W 53RD ST

City

DAVENPORT

State

IA

Zip Code

52804

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

125,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

YOUTH SERVICE BUREAU OF ROCK ISLAND

Street

4709 44TH ST

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,000

Name

UNITED WAY THE QUAD CITIES AREA

Street

3247 E 35TH ST CT

City

DAVENPORT

State

IA

Zip Code

52807

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

170,000

Name

VERA FRENCH FOUNDATION

Street

1441 W CENTRAL PARK AVE

City

DAVENPORT

State

IA

Zip Code

52804

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

100,000

Name

WESTERN ILLINOIS UNIVERSITY FOUNDATION

Street

1 UNIVERSITY CIRCLE

City

MACOMB

State

IL

Zip Code

61455

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50,000

Name

QUAD CITIES COMM. BROADCASTING GROUP

Street

1800 3RD AVENUE, SUITE 420

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,500

Name

QCAIR

Street

1800 THIRD AVE

City

ROCK ISLAND

State

IL

Zip Code

51201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PROVIDE SERVICES TO IMMIGRANTS AND REFUGEES IN QC

Amount

17,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE ARC OF THE QUAD CITIES AREA

Street

4016 9TH ST

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

BUILDING HOMES

Amount

100,000

Name

BIG BROTHERS BIG SISTERS OF THE MISSISSIPPI VALLEY

Street

130 W 5TH ST

City

DAVENPORT

State

IL

Zip Code

52801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MIDDLE AND HIGH SCHOOLERS

Amount

40,000

Name

HEART OF HOPE MINISTRIES

Street

10420 HEART OF HOPE WAY

City

KEITHVILLE

State

LA

Zip Code

71047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

OPERATION REACHOUT FOR ROOFING

Amount

10,000

Name

TWO RIVERS YMCA INC.

Street

2040 53RD ST

City

MOLINE

State

IL

Zip Code

61265

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

CHANGING LIVES, DVLPG. POTENTIAL CAPITAL CAMPAIGN

Amount

100,000

Name

JUNIOR ACHIEVEMENT OF THE HEARTLAND

Street

800 12TH AVE

City

MOLINE

State

IL

Zip Code

61265

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,000

Name

HABITAT FOR HUMANITY

Street

121 HABITAT ST

City

AMERICUS

State

GA

Zip Code

31709

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FIGGE ART MUSEUM

Street

225 W 2ND ST

City

DAVENPORT

State

IA

Zip Code

52801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

50,000

Name

DAVENPORT COMMUNITY SCHOOL DISTRICT

Street

1606 BRADY ST

City

DAVENPORT

State

IA

Zip Code

52803

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

200,000

Name

CENTER FOR ACTIVE SENIORS, INC.

Street

1035 W KIMBERLY RD

City

DAVENPORT

State

IA

Zip Code

52806

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

BOYS AND GIRLS CLUBS OF THE MISSISSIPPI VALLEY

Street

338 6TH ST

City

MOLINE

State

IL

Zip Code

61265

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,000

Name

YWCA OF THE QUAD CITIES

Street

229 16TH ST

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Name

THE HOMESTEAD

Street

1766 HOMESTEAD DR

City

HOT SPRINGS

State

VA

Zip Code

24445

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SUPPLEMENTAL EMERGENCY ASST. PROG.

Street

985 LINCOLN RD

City

BETTENDORF

State

IA

Zip Code

52722

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

INCREASE AWARENESS OF S.E.A.P. AND ITS SERVICES

Amount

15,000

Name

SAL FAMILY AND COMMUNITY SERVICES

Street

4210 44TH AVE

City

MOLINE

State

IL

Zip Code

61265

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SAL ACADEMY BLDG. RENOVATION FOR SAFETY REGS

Amount

10,000

Name

RIVERMONT COLLEGIATE

Street

1821 SUNSET DR

City

BETTENDORF

State

IA

Zip Code

52722

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MASONRY REPAIR, MAINTENANCE AND REPAIR OF BLDGS

Amount

25,000

Name

RIVER MUSIC EXPERIENCE

Street

129 MAIN ST

City

DAVENPORT

State

IA

Zip Code

52801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SUBSIDIZE TALENT FEES PYMT.

Amount

20,000

Name

MARRIAGE & FAMILY COUNSELING SERVICE

Street

1800 3RD AVE

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

THERAPY OFFICE RENOVATION

Amount

10,000

Name

LUTHERAN SERVICES IN IOWA INC.

Street

111 W 15TH ST

City

DAVENPORT

State

IL

Zip Code

52803

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

RENOVATE RESTROOMS AT SERVICE CENTER

Amount

14,200

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

KINGS HARVEST INC.

Street

824 W 3RD ST

City

DAVENPORT

State

IA

Zip Code

52806

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

RENOVATE AND EXPAND HANDICAP ACCESSIBLE BATHROOM

Amount

6,854

Name

HAND IN HAND

Street

2300 SOUTH ST

City

GENEVA

State

IL

Zip Code

60134

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ADAPTIVE PROGRAMS FOR CHILDREN WITH DISABILITIES

Amount

5,400

Name

GROW QUAD CITIES FUND-IOWA

Street

331 WEST 3RD STREET

City

DAVENPORT

State

IA

Zip Code

61265

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

ID FUNDING MODELS FOR SUSTAINING ARTS&CULTURE ORGS

Amount

11,000

Name

FRIENDLY HOUSE OF DAVENPORT IOWA

Street

1221 N MYRTLY

City

DAVENPORT

State

IA

Zip Code

52804

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SUPPORT NON-STOP LEARNING, INSIDE AND OUT

Amount

10,000

Name

COMMUNITY RESOURCE & LEARNING CTR.

Street

2626 S CLEARBROOK DR

City

ARLINGTON HEIGHTS

State

IL

Zip Code

60005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

P.A.C.T., PAY ON-SITE ACTIVITIES AND FIELD TRIPS

Amount

2,200

Name

BIG BROTHERS BIG SISTERS MS VALLEY

Street

130 W 5TH ST

City

DAVENPORT

State

IA

Zip Code

52801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MENTORING PROG. FOR MIDDLE AND H.S.

Amount

40,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

BALLET QUAD CITIES

Street

617 17TH ST

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

5,000

Name

AUGUSTANA COLLEGE

Street

9TH AVE

City

ROCK ISLAND

State

IL

Zip Code

61201

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

PURCHASE NEW GENERATOR FOR WVIK QUAD CITIES NPR

Amount

15,000

Name

PUTNAM MUSEUM

Street

1717 W 12TH ST

City

DAVENPORT

State

IA

Zip Code

52804

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

BLDG INFRASTRUCTURE FOR VEEP PROJ & SUBSIDIZE FEES

Amount

100,000

Name

COMMUNITY HEALTH CARE, INC.

Street

500 W RIVER DR

City

DAVENPORT

State

IA

Zip Code

52801

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

E-DENTAL RECORDS CAPITAL PROJECT; CHALLENGE GRANT

Amount

42,500

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

										Totals:		Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
										Capital Gains/Losses		7,210,143		6,556,637		653,506	
										Other sales		0		0		0	
										Gross Sales Price		Cost or Other Basis		Expense of Sale and Cost of Improvements		Net Gain or Loss	
										Date Acquired		Valuation Method		Depreciation		Adjustments	
										Date Sold							
										Acquisition Method							
										Check "X" if Purchaser is a Business							
										Check "X" to include in Part IV							
										Purchaser							
										Description							
										CUSIP #							
1	KALMAR GR W/ VAL SM CAP-	483438305	X			7/18/2012	11/25/2015	21,538	17,844					0	3,694		
2	KALMAR GR W/ VAL SM CAP-	483438305	X			11/11/2012	11/25/2015	184,695	150,000					0	34,695		
3	NATIONAL OILWELL INC COM	637071101	X			9/24/2013	8/7/2015	62,548	110,168					0	-47,620		
4	NEUBERGER BERMAN GEN II	641233200	X			2/7/2012	4/13/2015	29,927	25,000					0	4,927		
5	NEUBERGER BERMAN GEN II	641233200	X			7/18/2012	4/13/2015	120,073	98,502					0	21,571		
6	PIMCO HIGH YIELD FD-INST #	693390841	X			12/6/2010	11/25/2015	116,901	125,000					0	-8,099		
7	PIMCO HIGH YIELD FD-INST #	693390841	X			2/28/2011	11/25/2015	113,947	125,000					0	-11,053		
8	PIMCO HIGH YIELD FD-INST #	693390841	X			7/28/2011	11/25/2015	45,966	50,000					0	-4,034		
9	PIMCO HIGH YIELD FD-INST #	693390841	X			2/7/2012	11/25/2015	186,839	200,000					0	-13,161		
10	PIMCO HIGH YIELD FD-INST #	693390841	X			11/11/2012	11/25/2015	285,573	299,093					0	-13,520		
11	PIMCO EMERG MKTS BD-INS	693391559	X			11/11/2012	11/25/2015	65,000	74,857					0	-9,857		
12	PIMCO FOREIGN BOND (UNH	722005220	X			2/28/2011	10/20/2015	305,717	345,500					0	-39,783		
13	PIMCO FOREIGN BOND (UNH	722005220	X			2/22/2012	10/20/2015	28,589	32,861					0	-4,272		
14	ABERDEEN EMERG MARKET	003021714	X			2/7/2012	11/25/2015	167,590	200,000					0	-32,410		
15	ABERDEEN EMERG MARKET	003021714	X			2/22/2012	11/25/2015	248,290	300,000					0	-51,710		
16	ABERDEEN EMERG MARKET	003021714	X			9/24/2013	11/25/2015	281,957	350,000					0	-68,043		
17	ABERDEEN EMERG MARKET	003021714	X			11/11/2012	11/25/2015	52,163	56,689					0	-4,526		
18	INVESCO INTL GROWTH-Y #8	008882532	X			11/11/2012	11/25/2015	375,292	300,000					0	75,292		
19	INVESCO INTL GROWTH-Y #8	008882532	X			2/7/2012	11/25/2015	235,596	200,000					0	35,596		
20	APPLE INC	037833100	X			11/5/2008	4/13/2015	123,639	15,145					0	108,494		
21	ARTISAN MID CAP VALUE FU	04314H709	X			11/11/2012	10/20/2015	265,037	228,246					0	36,791		
22	ASHMORE EMERG MKTS CR	044820504	X			9/24/2013	11/25/2015	293,323	346,901					0	-53,578		
23	ASHMORE EMERG MKTS CR	044820504	X			8/28/2013	11/25/2015	6,677	7,805					0	-1,128		
24	BAXTER INTL INC	071813109	X			8/28/2013	4/13/2015	83,812	84,738					0	-926		
25	BOSTON TRUST SMALL CAP	101156602	X			11/11/2012	11/25/2015	121,567	100,000					0	21,567		
26	BOSTON TRUST SMALL CAP	101156602	X			2/7/2012	11/25/2015	34,518	30,000					0	4,518		
27	CME GROUP INC	12572Q105	X			9/13/2012	11/25/2015	54,109	33,017					0	21,092		
28	CATERPILLAR INC	149123101	X			11/5/2008	10/20/2015	70,302	43,334					0	26,968		
29	CELGENE CORP COM	151020104	X			9/17/2009	4/13/2015	35,035	8,047					0	26,988		
30	COMCAST CORP CLASS A	20030N101	X			11/5/2008	4/13/2015	58,746	17,527					0	41,219		
31	WALT DISNEY CO	254687106	X			11/5/2008	4/13/2015	101,209	24,309					0	76,900		
32	THE DIRECTV GROUP HOLDI	25490A309	X			9/24/2013	4/13/2015	21,868	15,344					0	6,524		
33	THE DIRECTV GROUP HOLDI	25490A309	X			9/24/2013	7/24/2015	179,752	122,752					0	57,000		
34	FED FARM CREDIT BK 7.000	31331H2N6	X			11/11/2000	9/1/2015	200,000	203,824					0	-3,824		
35	GILEAD SCIENCES INC	375558103	X			11/11/2012	4/13/2015	40,945	8,782					0	32,163		
36	GOOGLE INC-CL C	38259P706	X			9/24/2013	5/6/2015	268	212					0	56		
37	HSBC - ADR	404280406	X			3/4/2013	4/13/2015	49,643	59,068					0	-9,425		
38	HSBC - ADR	404280406	X			9/24/2013	4/13/2015	49,643	60,859					0	-11,216		
39	HARBOR INTERNATIONAL FD IN	411511306	X			11/11/2012	11/25/2015	356,002	300,000					0	56,002		
40	HARBOR INTERNATIONAL FD IN	411511306	X			2/7/2012	11/25/2015	215,333	200,000					0	15,333		
41	IVY ASSET STRATEGY FUND	466001864	X			2/7/2012	11/25/2015	242,621	250,000					0	-7,379		
42	IVY ASSET STRATEGY FUND	466001864	X			7/28/2011	11/25/2015	180,691	200,000					0	-19,309		
43	IVY ASSET STRATEGY FUND	466001864	X			2/22/2012	11/25/2015	47,427	50,000					0	-2,573		
44	IVY ASSET STRATEGY FUND	466001864	X			10/11/2011	11/25/2015	53,099	50,000					0	3,099		
45	IVY ASSET STRATEGY FUND	466001864	X			11/11/2012	11/25/2015	208,127	200,000					0	8,127		
46	JOHNSON CONTROLS INC	478366107	X			7/28/2011	4/13/2015	39,667	30,273					0	9,394		
47	KALMAR GR W/ VAL SM CAP-	483438305	X			7/18/2012	4/13/2015	55,000	42,390					0	12,610		
48	RIDGEWORTH SEIX HY BD-I #	76628T645	X			9/24/2013	10/20/2015	138,764	168,092					0	-29,328		
49	ROYCE PENNSYLVANIA MUT	780905840	X			11/11/2012	10/20/2015	107,066	100,000					0	7,066		
50	ROYCE PENNSYLVANIA MUT	780905840	X			2/7/2012	10/20/2015	30,050	30,000					0	50		
51	MLN ELEMENTS ROGERS AG	870297603	X			11/11/2012	2/17/2015	47,637	61,252					0	-13,615		
52	MLN ELEMENTS ROGERS AG	870297603	X			2/22/2012	2/17/2015	19,407	24,995					0	-5,588		
53	TARGET CORP	87612E106	X			9/24/2013	4/13/2015	37,347	28,867					0	8,480		
54	TWENTY FIRST CENTURY FC	90130A101	X			12/29/2014	10/6/2015	73,298	100,974					0	-27,676		
55	UNITEDHEALTH GROUP INC	91324P102	X			9/24/2013	4/13/2015	38,800	23,682					0	15,118		
56	UNITEDHEALTH GROUP INC	91324P102	X			11/4/2010	4/13/2015	68,645	21,061					0	47,584		
57	WFA ABSOLUTE RETURN FU	94987W737	X			8/1/2014	4/13/2015	195,470	200,000					0	-4,530		
58	WFA ABSOLUTE RETURN FU	94987W737	X			11/26/2014	4/13/2015	4,530	4,627					0	-97		

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

		37,045	37,045	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	OTHER INCOME	37,045	37,045	

Part I, Line 16a (990-PF) - Legal Fees

		5,000	0	0	5,000
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	5,000			5,000

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

		1,982	0	0	1,982
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,982			1,982

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

		56,469	0	0	56,469
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ADMINISTRATIVE FEES	56,469			56,469

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

		39,913	14,909	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	14,909	14,909		
2	PY Excise Tax Due	22,000			
3	Estimated Excise Payments	3,004			

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

		47,646	13,475	0	34,171
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR Fees	130	130		
2	Partnership Expenses	13,324	13,324		
3	Co-Trustee Reimbursements	9,351	0		9,351
4	Tax Reclaim Fees	21	21		
5	WEBSITE MAINTENANCE	16,097	0		16,097
6	OTHER CHARITABLE EXPENSES	8,723	0		8,723

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

		25,490,985	25,987,490	28,769,823	
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0		
2	AFLAC INC		0	98,324	128,785
3	AFFILIATED MANAGERS GROUP INC		0	66,189	115,826
4	AMAZON COM INC		0	162,859	185,870
5	APACHE CORPORATION COM		0	116,102	63,370
6	APPLE COMPUTER INC COM		0	41,940	284,202
7	BOEING COMPANY		0	56,022	159,049
8	BOSTON PROPERTIES INC COM		0	80,498	172,179
9	CVS/CAREMARK CORPORATION		0	32,439	175,986
10	CAPITAL ONE FINANCIAL CORP		0	82,101	122,706
11	CELGENE CORP COM		0	45,601	203,592
12	CISCO SYSTEMS INC		0	126,438	211,809
13	CUMMINS INC.		0	168,903	132,015
14	DANAHER CORP		0	48,760	185,760
15	DIAGEO PLC - ADR		0	140,460	174,512
16	WALT DISNEY CO		0	46,059	189,144
17	E M C CORP MASS		0	85,449	100,152
18	GILEAD SCIENCES INC		0	39,519	182,142
19	JOHNSON CONTROLS INC		0	108,326	126,368
20	HAYFIN DIRECT LENDING FD LP (FEEDER		0	169,869	169,869
21	MICROSOFT CORP		0	129,025	171,988
22	NESTLE S.A. REGISTERED SHARES - ADR		0	132,704	193,492
23	ORACLE CORPORATION		0	89,853	111,416
24	PIMCO LOW DURATION FD I 36		0	1,050,000	996,323
25	PIMCO HIGH YIELD FD-INST 108		0	140,907	131,051
26	QUALCOMM INC		0	95,010	104,968
27	ROSS STORES INC		0	87,811	169,502
28	SCHLUMBERGER LTD		0	162,405	160,425
29	STERICYCLE INC COM		0	106,200	96,480
30	TJX COS INC NEW		0	58,087	148,911
31	THERMO FISHER SCIENTIFIC INC		0	63,282	170,220
32	TOTAL FINA ELF S.A. ADR		0	191,377	157,325
33	TWEEDY BROWNE FD GLOBAL VALUE 1		0	1,065,000	1,076,578
34	UNION PACIFIC CORP		0	85,606	156,400
35	COCA COLA CO		0	135,975	150,360
36	AVALONBAY CMNTYS INC		0	116,715	276,195
37	AVALONBAY CMNTYS INC		0	1,645	5,708
38	PRINCIPAL GL MULT STRAT-INST #4684		0	300,000	280,637
39	GOLDMAN SACHS GROUP INC		0	61,689	112,644
40	UNITED PARCEL SERVICE-CL B		0	85,200	110,664
41	ARTISAN INTERNATIONAL FD I 662		0	1,105,000	1,284,692
42	ALEXION PHARMACEUTICALS INC		0	139,920	143,062
43	TARGET CORP		0	66,366	163,372
44	UNITEDHEALTH GROUP INC		0	58,604	188,224
45	MERGER FUND-INST #301		0	450,000	434,712
46	STRATEGIC VALUE SER E OFFSHORE		0	250,000	223,564

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

		25,490,985	25,987,490	28,769,823	
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	BLACKROCK INC		0	162,944	153,234
48	ASCEND PARTNERS FUND II LTD		0	500,000	513,799
49	LAZARD OFFSHORE SER 8		0	250,000	226,253
50	ISHARES TR SMALLCAP 600 INDEX FD		0	289,819	275,275
51	ISHARES S&P EUROPE 350		0	1,049,853	962,640
52	JPMORGAN CHASE & CO		0	129,294	217,899
53	OCCIDENTAL PETROLEUM 4.125% 6/01/16		0	198,584	202,702
54	FIDELITY ADV INTER REAL E-IS #1855		0	500,000	495,527
55	US BANCORP DEL NEW		0	108,312	151,478
56	ISHARES S&P SMALL CAP 600 VALUE		0	149,373	135,200
57	NEUBERGER BERMAN GEN INSTL CL 122		0	176,498	189,546
58	ANHEUSER-BUSCH INBEV SPN ADR		0	84,155	175,000
59	INSTITUTIONAL VENTURE PARTNERS XV		0	170,156	170,156
60	CHEVRON CORP		0	128,761	179,920
61	ABERDEEN EMERG MARKETS-INST 840		0	393,311	339,773
62	JP MORGAN MID CAP VALUE-I 758		0	495,721	567,425
63	BERSHIRE HATHAWAY INC.		0	138,989	224,468
64	ALPHABET INC/CA		0	58,632	132,804
65	ALPHABET INC/CA		0	59,033	136,152
66	COMCAST CORP CLASS A		0	48,199	155,182
67	PIMCO EMERG MKTS BD-INST 137		0	453,859	380,148
68	ASG GLOBAL ALTERNATIVES-Y 1993		0	200,000	180,186
69	LOOMIS SAYLES BOND FD INSTL 1162		0	850,000	739,411
70	E-TRACS ALERIAN MLP INFRASTRUCTUR		0	840,564	515,352
71	VANGUARD REIT VIPER		0	1,482,259	1,993,250
72	AQR MANAGED FUTURES STR-I		0	200,000	172,542
73	PRINCIPAL INV R/E SEC-IS FUND 4934		0	100,000	96,410
74	CELANESE CORP		0	113,966	168,325
75	CALVERT CAPTL ACCUMULATION-I 764		0	460,000	494,864
76	AT & T INC		0	122,752	130,207
77	HSBC FINANCE CORP 5.500% 1/19/16		0	251,605	250,410
78	HONEYWELL INTERNATIO 5.400% 3/15/16		0	251,775	252,142
79	OPPENHEIMER DEVELOPING MKT-I 799		0	1,300,000	1,190,322
80	AMERICAN EXPRESS 5.500% 9/12/16		0	251,682	257,315
81	ASHMORE EMERG MKTS CR DB-INS		0	492,071	402,176
82	MORGAN STANLEY INS FR EMG-I		0	475,000	446,384
83	EATON CORP PLC		0	110,560	83,264
84	ARTISAN SMALL CAP FUND-INS #2452		0	602,500	686,808
85	PRINCIPAL PREFERRED SEC-INS 4929		0	795,000	791,618
86	SPDR DJ WILSHIRE INTERNATIONAL REA		0	836,758	767,730
87	ROBECO BP LNG/SHRT RES-INS		0	1,700,000	1,643,408
88	WFA ABSOLUTE RETURN FUND INS-#316		0	195,373	173,211
89	MADISON MID CAP FUND-Y		0	510,000	538,203
90	WISDOMTREE INTL HEDGED EQ FD		0	310,850	269,050
91	VISA INC-CLASS A SHRS		0	45,043	240,405

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

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

1	Mutual Fund & CTF Income Additions	1	66,784
2	Partnership Income Adjustment	2	16,210
3	Total	3	82,994

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

1	Loss on PY Sales Settled in CY	1	24,864
2	Mutual Fund & CTF Income Subtraction	2	7,617
3	PY Return of Capital Adjustment	3	26,199
4	Cost Basis Adjustment	4	6,226
5	Partnership Income Adjustment	5	15,883
6	Total	6	80,789

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

		Amount																	
Long Term CG Distributions		332,868																	
Short Term CG Distributions		0																	
				6,877,275		0		0		6,556,637		320,638		0		0		320,638	
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses					
1	KALMAR GR W/ VAL SM CAP-	483438305		7/18/2012	11/25/2015	21,538		0	17,844	3,694	0	0	0	3,694					
2	KALMAR GR W/ VAL SM CAP-	483438305		1/11/2012	11/25/2015	184,695		0	150,000	34,695	0	0	0	34,695					
3	NATIONAL OILWELL INC COM	637071101		9/24/2013	8/7/2015	62,548		0	110,168	-47,620	0	0	0	-47,620					
4	NEUBERGER BERMAN GEN II	641233200		2/7/2012	4/13/2015	29,927		0	25,000	4,927	0	0	0	4,927					
5	NEUBERGER BERMAN GEN II	641233200		7/18/2012	4/13/2015	120,073		0	98,502	21,571	0	0	0	21,571					
6	PIMCO HIGH YIELD FD-INST #	693390841		12/6/2010	11/25/2015	116,901		0	125,000	-8,099	0	0	0	-8,099					
7	PIMCO HIGH YIELD FD-INST #	693390841		2/28/2011	11/25/2015	113,947		0	125,000	-11,053	0	0	0	-11,053					
8	PIMCO HIGH YIELD FD-INST #	693390841		7/28/2011	11/25/2015	45,966		0	50,000	-4,034	0	0	0	-4,034					
9	PIMCO HIGH YIELD FD-INST #	693390841		2/7/2012	11/25/2015	186,839		0	200,000	-13,161	0	0	0	-13,161					
10	PIMCO HIGH YIELD FD-INST #	693390841		1/11/2012	11/25/2015	285,573		0	299,093	-13,520	0	0	0	-13,520					
11	PIMCO EMERG MKTS BD-INS	693391559		1/11/2012	11/25/2015	65,000		0	74,857	-9,857	0	0	0	-9,857					
12	PIMCO FOREIGN BOND (UNH	722005220		2/28/2011	10/20/2015	305,717		0	345,500	-39,783	0	0	0	-39,783					
13	PIMCO FOREIGN BOND (UNH	722005220		2/22/2012	10/20/2015	28,589		0	32,861	-4,272	0	0	0	-4,272					
14	ABERDEEN EMERG MARKET	003021714		2/7/2012	11/25/2015	167,590		0	200,000	-32,410	0	0	0	-32,410					
15	ABERDEEN EMERG MARKET	003021714		2/22/2012	11/25/2015	248,290		0	300,000	-51,710	0	0	0	-51,710					
16	ABERDEEN EMERG MARKET	003021714		9/24/2013	11/25/2015	281,957		0	350,000	-68,043	0	0	0	-68,043					
17	ABERDEEN EMERG MARKET	003021714		1/11/2012	11/25/2015	52,163		0	56,689	-4,526	0	0	0	-4,526					
18	INVESCO INTL GROWTH-Y #8	008882532		1/11/2012	11/25/2015	375,292		0	300,000	75,292	0	0	0	75,292					
19	INVESCO INTL GROWTH-Y #8	008882532		2/7/2012	11/25/2015	235,596		0	200,000	35,596	0	0	0	35,596					
20	APPLE INC	037833100		11/5/2008	4/13/2015	123,639		0	15,145	108,494	0	0	0	108,494					
21	ARTISAN MID CAP VALUE FU	04314H709		1/11/2012	10/20/2015	265,037		0	228,246	36,791	0	0	0	36,791					
22	ASHMORE EMERG MKTS CR	044820504		9/24/2013	11/25/2015	293,323		0	346,901	-53,578	0	0	0	-53,578					
23	ASHMORE EMERG MKTS CR	044820504		8/28/2013	11/25/2015	6,677		0	7,805	-1,128	0	0	0	-1,128					
24	BAXTER INTL INC	071813109		8/28/2013	4/13/2015	83,812		0	84,738	-926	0	0	0	-926					
25	BOSTON TRUST SMALL CAP	101156602		1/11/2012	11/25/2015	121,567		0	100,000	21,567	0	0	0	21,567					
26	BOSTON TRUST SMALL CAP	101156602		2/7/2012	11/25/2015	34,518		0	30,000	4,518	0	0	0	4,518					
27	CME GROUP INC	12572Q105		9/13/2012	11/25/2015	54,109		0	33,017	21,092	0	0	0	21,092					
28	CATERPILLAR INC	149123101		11/5/2008	10/20/2015	70,302		0	43,334	26,968	0	0	0	26,968					
29	CELGENE CORP COM	151020104		9/17/2009	4/13/2015	35,035		0	8,047	26,988	0	0	0	26,988					
30	COMCAST CORP CLASS A	20030N101		11/5/2008	4/13/2015	58,746		0	17,527	41,219	0	0	0	41,219					
31	WALT DISNEY CO	254687106		11/5/2008	4/13/2015	101,209		0	24,309	76,900	0	0	0	76,900					
32	THE DIRECTV GROUP HOLDI	25490A309		9/24/2013	4/13/2015	21,868		0	15,344	6,524	0	0	0	6,524					
33	THE DIRECTV GROUP HOLDI	25490A309		9/24/2013	7/24/2015	179,752		0	122,752	57,000	0	0	0	57,000					
34	FED FARM CREDIT BK 7.000	31331H2N6		11/1/2000	9/1/2015	200,000		0	203,824	-3,824	0	0	0	-3,824					
35	GILEAD SCIENCES INC	375558103		1/11/2012	4/13/2015	40,945		0	8,782	32,163	0	0	0	32,163					
36	GOOGLE INC-CL C	38259P706		9/24/2013	5/6/2015	268		0	212	56	0	0	0	56					
37	HSBC - ADR	404280406		3/4/2013	4/13/2015	49,643		0	59,068	-9,425	0	0	0	-9,425					
38	HSBC - ADR	404280406		9/24/2013	4/13/2015	49,643		0	60,859	-11,216	0	0	0	-11,216					
39	HARBOR INTERNATION FD IN	411511306		1/11/2012	11/25/2015	356,002		0	300,000	56,002	0	0	0	56,002					
40	HARBOR INTERNATION FD IN	411511306		2/7/2012	11/25/2015	215,333		0	200,000	15,333	0	0	0	15,333					
41	IVY ASSET STRATEGY FUND	466001864		2/7/2012	11/25/2015	242,621		0	250,000	-7,379	0	0	0	-7,379					
42	IVY ASSET STRATEGY FUND	466001864		7/28/2011	11/25/2015	180,691		0	200,000	-19,309	0	0	0	-19,309					
43	IVY ASSET STRATEGY FUND	466001864		2/22/2012	11/25/2015	47,427		0	50,000	-2,573	0	0	0	-2,573					
44	IVY ASSET STRATEGY FUND	466001864		10/11/2011	11/25/2015	53,099		0	50,000	3,099	0	0	0	3,099					
45	IVY ASSET STRATEGY FUND	466001864		1/11/2012	11/25/2015	208,127		0	200,000	8,127	0	0	0	8,127					
46	JOHNSON CONTROLS INC	478366107		7/28/2011	4/13/2015	39,667		0	30,273	9,394	0	0	0	9,394					
47	KALMAR GR W/ VAL SM CAP-	483438305		7/18/2012	4/13/2015	55,000		0	42,390	12,610	0	0	0	12,610					
48	RIDGEWORTH SEIX HY BD-I#	76628T645		9/24/2013	10/20/2015	138,764		0	168,092	-29,328	0	0	0	-29,328					
49	ROYCE PENNSYLVANIA MUT	780905840		1/11/2012	10/20/2015	107,066		0	100,000	7,066	0	0	0	7,066					
50	ROYCE PENNSYLVANIA MUT	780905840		2/7/2012	10/20/2015	30,050		0	30,000	50	0	0	0	50					
51	MLN ELEMENTS ROGERS AG	870297603		1/11/2012	2/17/2015	47,637		0	61,252	-13,615	0	0	0	-13,615					
52	MLN ELEMENTS ROGERS AG	870297603		2/22/2012	2/17/2015	19,407		0	24,995	-5,588	0	0	0	-5,588					
53	TARGET CORP	87612E106		9/24/2013	4/13/2015	37,347		0	28,867	8,480	0	0	0	8,480					
54	TWENTY FIRST CENTURY FC	90130A101		12/29/2014	10/6/2015	73,298		0	100,974	-27,676	0	0	0	-27,676					
55	UNITEDHEALTH GROUP INC	91324P102		9/24/2013	4/13/2015	38,800		0	23,682	15,118	0	0	0	15,118					
56	UNITEDHEALTH GROUP INC	91324P102		11/4/2010	4/13/2015	68,645		0	21,061	47,584	0	0	0	47,584					
57	WFA ABSOLUTE RETURN FU	94987W737		8/1/2014	4/13/2015	195,470		0	200,000	-4,530	0	0	0	-4,530					
58	WFA ABSOLUTE RETURN FU	94987W737		11/26/2014	4/13/2015	4,530		0	4,627	-97	0	0	0	-97					

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

											116,231	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	WELLS FARGO BANK N.A.	X	104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	4.00	116,231			
2	LYNN W. BLUM		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
3	LESLIE BANKS		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
4	ANN E WATERMAN		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
5	LARNED A WATERMAN		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
6	MR C D WATERMAN III		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	4.00	0			
7	ROBERT V P WATERMAN JR		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
8	PETER L LUNDY		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
9	DAVID W. LUNDY JR.		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
10	MEGHAN W. BAKER		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
11	JENNIFER W. WATERMAN		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
12	MELISSA B. FALKERS		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			
13	CHRISTOPHER M. BERGLUND		104 W SECOND ST. SUITE 2A	DAVENPORT	IA	52801		TRUSTEE	1.00	0			

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

	Date		Amount
1 Credit from prior year return		1	15,648
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment	12/10/2015	5	3,004
6 Other payments		6	
7 Total		7	18,652

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

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	273,426
2	_____	2	_____
3	_____	3	_____
4	_____	4	_____
5	_____	5	_____
6	_____	6	_____
7	_____	7	_____
8	_____	8	_____
9	_____	9	_____
10	Total	10	273,426

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

OMB No. 1545-0047

2015

▶ 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.

Name of the organization HUBBELL-WATERMAN FNDN	Employer identification number 42-6126467
--	---

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. Do not 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 is not covered by the General Rule and/or the Special Rules does not 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 does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization HUBBELL-WATERMAN FNDN	Employer identification number 42-6126467
--	---

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	WATERMAN, MARY H - CLUT 1 WELLS FARGO BA 1 W 4TH ST 4TH FLOOR MAC D4000-041 WINSTON SALEM NC 27101 Foreign State or Province: _____ Foreign Country: _____	\$ 128,793	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	WATERMAN, MARY H - CLUT 2 WELLS FARGO BA 1 W 4TH ST 4TH FLOOR MAC D4000-041 WINSTON SALEM NC 27101 Foreign State or Province: _____ Foreign Country: _____	\$ 203,657	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization HUBBELL-WATERMAN FNDN	Employer identification number 42-6126467
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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
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----

Name of organization HUBBELL-WATERMAN FNDN	Employer identification number 42-6126467
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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 information once. See instructions.) ▶ \$ 0
 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	
----- ----- -----		----- ----- -----	
For. Prov. Country			
(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	
----- ----- -----		----- ----- -----	
For. Prov. Country			
(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	
----- ----- -----		----- ----- -----	
For. Prov. Country			
(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	
----- ----- -----		----- ----- -----	
For. Prov. Country			

Department of the Treasury
Internal Revenue Service

▶ **Attach to the corporation's tax return.**

2015

▶ Information about Form 2220 and its separate instructions is at www.irs.gov/form2220.

Name HUBBELL-WATERMAN FNDN	Employer identification number 42-6126467
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment			
1	Total tax (see instructions)	1	12,403
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c	Credit for federal tax paid on fuels (see instructions)	2c	
d	Total. Add lines 2a through 2c	2d	0
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	12,403
4	Enter the tax shown on the corporation's 2014 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5.	4	
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	12,403

Part II Reasons for Filing—Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty (see instructions).	
6	<input type="checkbox"/> The corporation is using the adjusted seasonal installment method.
7	<input checked="" type="checkbox"/> The corporation is using the annualized income installment method.
8	<input type="checkbox"/> The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment		(a)	(b)	(c)	(d)	
9	Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	5/15/2015	6/15/2015	9/15/2015	12/15/2015
10	Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10	832	2,100	6,371	3,100
11	Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	15,648	0	0	3,004
Complete lines 12 through 18 of one column before going to the next column.						
12	Enter amount, if any, from line 18 of the preceding column	12		14,816	12,716	6,345
13	Add lines 11 and 12	13		14,816	12,716	9,349
14	Add amounts on lines 16 and 17 of the preceding column	14		0	0	0
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	15,648	14,816	12,716	9,349
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0	0	
17	Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17	0	0	0	0
18	Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	14,816	12,716	6,345	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17—no penalty is owed.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>	19 5/15/2015	6/15/2015	9/15/2015	12/10/2015
20 Number of days from due date of installment on line 9 to the date shown on line 19	20 0	0	0	0
21 Number of days on line 20 after 4/15/2015 and before 7/1/2015	21 0	0	0	0
22 Underpayment on line 17 × $\frac{\text{Number of days on line 21}}{365} \times 3\%$	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2015 and before 10/1/2015	23 0	0	0	0
24 Underpayment on line 17 × $\frac{\text{Number of days on line 23}}{365} \times 3\%$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2015 and before 1/1/2016	25 0	0	0	0
26 Underpayment on line 17 × $\frac{\text{Number of days on line 25}}{365} \times 3\%$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2015 and before 4/1/2016	27 0	0	0	0
28 Underpayment on line 17 × $\frac{\text{Number of days on line 27}}{366} \times 3\%$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2016 and before 7/1/2016	29 0	0	0	0
30 Underpayment on line 17 × $\frac{\text{Number of days on line 29}}{366} \times *%$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2016 and before 10/1/2016	31 0	0	0	0
32 Underpayment on line 17 × $\frac{\text{Number of days on line 31}}{366} \times *%$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2016 and before 1/1/2017	33 0	0	0	0
34 Underpayment on line 17 × $\frac{\text{Number of days on line 33}}{366} \times *%$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2016 and before 2/16/2017	35 0	0	0	0
36 Underpayment on line 17 × $\frac{\text{Number of days on line 35}}{365} \times *%$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$ 0	\$ 0	\$ 0	\$ 0
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns				38 \$ 0

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

(see instructions)

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.)

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1	Enter taxable income for the following periods:				
a	Tax year beginning in 2012	1a			
b	Tax year beginning in 2013	1b			
c	Tax year beginning in 2014	1c			
2	Enter taxable income for each period for the tax year beginning in 2015 (see instructions for the treatment of extraordinary items).	2			
3	Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months
a	Tax year beginning in 2012	3a			Entire year
b	Tax year beginning in 2013	3b			
c	Tax year beginning in 2014	3c			
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4	0.00	0.00	0.00
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5	0.00	0.00	0.00
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6	0.00	0.00	0.00
7	Add lines 4 through 6	7	0.00	0.00	0.00
8	Divide line 7 by 3.0	8	0.00	0.00	0.00
9a	Divide line 2 by line 8	9a	0	0	0
b	Extraordinary items (see instructions)	9b			
c	Add lines 9a and 9b	9c	0	0	0
10	Figure the tax on the amount on line 9c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	10			
11a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a	0.00	0.00	0.00
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b	0.00	0.00	0.00
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c	0.00	0.00	0.00
12	Add lines 11a through 11c	12	0.00	0.00	0.00
13	Divide line 12 by 3.0	13	0.00	0.00	0.00
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14	0	0	0
15	Enter any alternative minimum tax for each payment period (see instructions)	15			
16	Enter any other taxes for each payment period (see instructions)	16			
17	Add lines 14 through 16	17	0	0	0
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	18			
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19	0	0	0

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)	
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months	
20	Annualization periods (see instructions)	20				
21	Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	27,736	73,300	537,498	681,230
22	Annualization amounts (see instructions)	22	6	4	2	1.33333
23a	Annualized taxable income. Multiply line 21 by line 22	23a	166,416	293,200	1,074,996	908,304
b	Extraordinary items (see instructions)	23b				
c	Add lines 23a and 23b	23c	166,416	293,200	1,074,996	908,304
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	3,328	5,864	21,500	18,166
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax. Add lines 24 through 26	27	3,328	5,864	21,500	18,166
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	3,328	5,864	21,500	18,166
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	832	2,932	16,125	18,166

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment	
		32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	832	2,932
33	Add the amounts in all preceding columns of line 32 (see instructions)	33		832	2,932	9,303
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	832	2,100	13,193	8,863
35	Enter 25% of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	3,101	3,101	3,101	3,100
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		2,269	3,270	0
37	Add lines 35 and 36	37	3,101	5,370	6,371	3,100
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	832	2,100	6,371	3,100