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ESTIMATE DATE SEP 09 2016

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Form **990-PF**

Return of Private Foundation

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

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation UW ESTELLE A MANNING RESIDUARY		A Employer identification number 13-6073778
Number and street (or P.O. box number if mail is not delivered to street address) P O BOX 1802		B Telephone number (see instructions) 888-866-3275
City or town, state or province, country, and ZIP or foreign postal code PROVIDENCE, RI 02901-1802		C If exemption application is pending, check here. ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1 Foreign organizations, check here. ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation. ☐
H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,820,996.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
J Accounting method. ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc. received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch. B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	823,028.	802,837.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	715,816.			
	b Gross sales price for all assets on line 6a 12,772,085.		715,816.		
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)		42,615.		STMT 2
	12 Total. Add lines 1 through 11	1,538,844.	1,561,268.		
	13 Compensation of officers, directors, trustees, etc.	195,744.	117,446.		78,297.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,250.	NONE	NONE	1,250.
	c Other professional fees (attach schedule) STMT 4	59,154.	59,154.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 5	58,942.	9,070.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications	2.	NONE	NONE	2.
	23 Other expenses (attach schedule) STMT 6	27,303.	45,440.		750.
	24 Total operating and administrative expenses. Add lines 13 through 23.	342,395.	231,110.	NONE	80,299.
	25 Contributions, gifts, grants paid	1,910,929.			1,910,929.
	26 Total expenses and disbursements. Add lines 24 and 25	2,253,324.	231,110.	NONE	1,991,228.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-714,480.			
	b Net investment income (if negative, enter -0-)		1,330,158.		
	c Adjusted net income (if negative, enter -0-)				

JSA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	1,986,625.	1,106,672.	1,106,672.
	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 ▶	NONE		
	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) . STMT 7	25,801,156.	25,766,414.	26,771,542.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule) STMT 8	3,542,676.	3,816,001.	3,942,782.
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)	31,330,457.	30,689,087.	31,820,996.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	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)		NONE	
		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒ X			
27	Capital stock, trust principal, or current funds	31,330,457.	30,689,087.		
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)	31,330,457.	30,689,087.		
31	Total liabilities and net assets/fund balances (see instructions)	31,330,457.	30,689,087.		

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	31,330,457.
2	Enter amount from Part I, line 27a	2	-714,480.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	189,078.
4	Add lines 1, 2, and 3	4	30,805,055.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	115,968.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	30,689,087.

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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 PUBLICLY TRADED SECURITIES					
b OTHER GAINS AND LOSSES					
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 12,846,280.		11,938,664.	907,616.		
b -74,195.		117,605.	-191,800.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			907,616.		
b			-191,800.		
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	715,816.	
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		

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	1,255,172.	33,517,895.	0.037448
2013	NONE	NONE	NONE
2012	1,353,768.	29,820,591.	0.045397
2011	1,483,493.	30,461,638.	0.048700
2010	1,464,835.	28,710,710.	0.051021
2 Total of line 1, column (d)			2 0.182566
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 0.036513
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 33,125,123.
5 Multiply line 4 by line 3			5 1,209,498.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13,302.
7 Add lines 5 and 6			7 1,222,800.
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 1,991,228.

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)	1	13,302.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	13,302.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,302.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	49,872.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	49,872.
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	36,570.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ☒ 15,000. Refunded ☒ 21,570.	11	21,570.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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? Website address ► N/A	13	X
14 The books are in care of ► US TRUST FIDUCIARY TAX SERVICES Telephone no ► (888) 866-3275 Located at ► P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ► 02901-1802		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15	X
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	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 2015?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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 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	
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

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

- 5a** During the year did the foundation pay or incur any amount to
- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No
- Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
- If "Yes," attach the statement required by Regulations section 53.4945-5(d)
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
- If "Yes" to 6b, file Form 8870
- 7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
- b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

5b

6b

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 (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
BANK OF AMERICA, N A 114 W 47TH ST, NEW YORK, NY 10036	TRUSTEE 40	195,744	-0-	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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	

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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	32,322,493.
b	Average of monthly cash balances	1b	1,307,074.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	33,629,567.
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	NONE
3	Subtract line 2 from line 1d	3	33,629,567.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	504,444.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,125,123.
6	Minimum investment return. Enter 5% of line 5	6	1,656,256.

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	1,656,256.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	13,302.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,302.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,642,954.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	1,642,954.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,642,954.

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	1,991,228.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,991,228.
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	13,302.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,977,926.

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				1,642,954.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			743,452.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>1,991,228.</u>				
a Applied to 2014, but not more than line 2a			743,452.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				1,247,776.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2014 Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				395,178.
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)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

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

NOT APPLICABLE

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)

2a 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).)

N/A

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.

N/A

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 16				1,910,929.
Total			▶ 3a	1,910,929.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(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	823,028.	
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property.						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	715,816.	
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)					1,538,844.	
13 Total Add line 12, columns (b), (d), and (e)						1,538,844.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	30,601.	30,601.
FOREIGN DIVIDENDS	91,510.	91,510.
NONDIVIDEND DISTRIBUTIONS	20,171.	
DOMESTIC DIVIDENDS	198,826.	198,826.
OTHER INTEREST	38,148.	38,148.
U.S. GOVERNMENT INTEREST(FEDERAL TAXABLE	32,603.	32,603.
NON-TAXABLE FOREIGN INCOME	20.	
NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST	2,840.	2,840.
MARKET DISCOUNT - OTHER INTEREST	7.	7.
NONQUALIFIED FOREIGN DIVIDENDS	13,094.	13,094.
NONQUALIFIED DOMESTIC DIVIDENDS	395,208.	395,208.
TOTAL	823,028.	802,837.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
PARTNERSHIP INCOME		42,615.
	-----	-----
TOTALS	=====	=====
		42,615.
		=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT ADVISORY FEES	59,154.	59,154.
	-----	-----
TOTALS	59,154.	59,154.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	3,585.	3,585.
EXCISE TAX ESTIMATES	49,872.	
FOREIGN TAXES ON QUALIFIED FOR	4,307.	4,307.
FOREIGN TAXES ON NONQUALIFIED	1,178.	1,178.
	-----	-----
TOTALS	58,942.	9,070.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER INVESTMENT FEE	1,590.	1,590.	
STATE FILING FEE	750.		750.
DIVIDEND INVESTMENT EXPENSE -	24,963.	24,963.	
PARTNERSHIP EXPENSES		18,887.	
TOTALS	27,303.	45,440.	750.
	=====	=====	=====

UW ESTELLE A MANNING RESIDUARY

13-6073778

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED ASSET STATEMENT	25,801,156.	25,766,414.	26,771,542.
	-----	-----	-----
TOTALS	25,801,156.	25,766,414.	26,771,542.
	=====	=====	=====

UW ESTELLE A MANNING RESIDUARY

13-6073778

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----	-----
8EQO29993 MAN FRM ALTERNATIVE	C	2,659,679.	2,688,204.	2,670,775.
99Z353023 EXCELSIOR ABSOLUTE R	C	122,400.	122,400.	12,624.
300862109 UST EXCELSIOR VENTUR	C	116,797.	116,797.	107,143.
71BB59993 EXCELSIOR PRIVATE MA	C	85,200.	153,360.	174,995.
99Z378921 EXCELSIOR PRIVATE MA	C	558,600.	665,000.	907,005.
99Z453393 EXCELSIOR PRIVATE MA	C		53,200.	53,200.
99Z510804 EXCELSIOR PRIVATE MA	C		17,040.	17,040.
		-----	-----	-----
TOTALS		3,542,676.	3,816,001.	3,942,782.
		=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
INCOME ADJUSTMENT	2,061.
ADJUST PARTNERSHIP BASIS	187,017.

TOTAL	189,078.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
ADJUST CARRYING VALUE	42,255.
SALES ADJUSTMENT	73,713.

TOTAL	115,968.
	=====

13-6073778

[illegible]

GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

PARTNERSHIPS, TRUSTS, S CORPORATIONS

-189,353.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)

-189,353.00

=====

UW ESTELLE A MANNING RESIDUARY

13-6073778

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

SAINT BARNABAS HOSPITAL

ADDRESS:

4422 3RD AVE

BRONX, NY 10457-2545

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 291,130.

RECIPIENT NAME:

SLOAN-KETTERING CANCER

CENTER

ADDRESS:

136 MOUNTAIN VIEW BLVD

BASKING RIDGE, NJ 07920

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 485,215.

RECIPIENT NAME:

NY PRESBYTERIAN

ADDRESS:

525 E 68TH ST #123

NEW YORK, NY 10065-4870

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 97,043.

=====

RECIPIENT NAME:

SOCIETY OF THE NEW YORK
HOSPITAL

ADDRESS:

525 E 68TH ST # 123
NEW YORK, NY 10065-4870

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 97,044.

RECIPIENT NAME:

VOLUNTEERS OF AMERICA
ATTN RACHEL WEINSTEIN

ADDRESS:

340 W 85TH ST
NEW YORK, NY 10024-6265

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 97,044.

RECIPIENT NAME:

CHILDRENS AID SOCIETY
ATTN: TC CHANG

ADDRESS:

105 E 22ND ST
NEW YORK, NY 10010-5413

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 97,043.

UW ESTELLE A MANNING RESIDUARY 13-6073778
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
NEW YORK UNIVERSITY
ATTN MS ELISA COHEN
ADDRESS:
726 BWAY 2ND FL
NEW YORK, NY 10003-9502
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 164,151.

RECIPIENT NAME:
SALVATION ARMY
ATTN MR RICHARD D ALLEN
ADDRESS:
440 W NYACK RD
WEST NYACK, NY 10994-1753
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 97,043.

RECIPIENT NAME:
SEAMENS CHURCH INSTITUTE OF N Y
ADDRESS:
50 BROADWAY FL 26
NEW YORK, NY 10004-3802
RELATIONSHIP:
N/A
PURPOSE OF GRANT:
UNRESTRICTED GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
PC
AMOUNT OF GRANT PAID 97,329.

UW ESTELLE A MANNING RESIDUARY

13-6073778

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

AMERICAN LUNG ASSOCIATION

ADDRESS:

700 VETERANS HWY

HAUPPAUGE, NY 11788-2952

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 194,086.

RECIPIENT NAME:

THE SEEING EYE INC

C/O ROBERT PUDLAK

ADDRESS:

PO BOX 375

MORRISTOWN, NJ 07963-0375

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

UNRESTRICTED GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 193,801.

TOTAL GRANTS PAID:

1,910,929.

=====

STATEMENT 16

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

UW ESTELLE A MANNING RESIDUARY

EIN: 13-6073778

As of: December, 2015

Asset Description 2	Cusip	Units	Fed Tax Cost	Market Value
ABERDEEN ASSET MGMT PLC	00300A104	1,547 00	22,155 17	13,103 09
ABIOMED INC	003654100	117 00	2,721 57	10,562 76
ACADIA HEALTHCARE CO INC	00404A109	82 00	4,083 59	5,121 72
ACADIA PHARMACEUTICALS INC	004225108	82 00	1,127 22	2,923 30
ACE LTD	H0023R105	906 00	71,022 38	105,866 10
ACI WORLDWIDE INC	004498101	390 00	7,412 05	8,346 00
ACTUANT CORP	00508X203	335 00	8,797 63	8,026 60
ACUITY BRANDS INC	00508Y102	35 00	4,507 31	8,183 00
ACUITY BRANDS INC	00508Y102	335 00	69,801 89	78,323 00
ADOBE SYS INC	00724F101	1,178 00	94,831 18	110,661.32
ADTRAN INC	00738A106	224 00	3,684 73	3,857 28
AFFILIATED MANAGERS GROUP	008252108	57 00	4,669 30	9,106 32
AFLAC INC	001055102	1,125 00	63,725 71	67,387 50
AGIOS PHARMACEUTICALS INC	00847X104	30 00	2,923 76	1,947 60
AKAMAI TECHNOLOGIES INC	00971T101	71 00	4,911 59	3,736 73
AKORN INC	009728106	139 00	5,693 77	5,186 09
AKORN INC	009728106	198 00	5,495 81	7,387 38
ALDER BIOPHARMACEUTICALS INC	014339105	52 00	2,523 65	1,717 56
ALEXION PHARMACEUTICALS INC	015351109	698 00	71,900 58	133,143 50
ALIBABA GROUP HLDG LTD	01609W102	1,023 00	71,110 32	83,139 21
ALLERGAN PLC	G0177J108	277 00	83,014 96	86,562 50
ALLIANCE DATA SYS CORP	018581108	45 00	7,005 67	12,445 65
ALLIANZ GLOBAL INVS FIXED	01882B205	152,378 00	1,861,695 88	1,587,778 76
ALLIANZ GLOBAL INVS MANAGED	01882B304	167,597 00	1,752,532 03	1,654,182 39
ALLIANZ SE	018805101	1,452 00	22,970 49	25,796 23
ALLSCRIPTS-MISYS HEALTHCARE	01988P108	375 00	4,710 58	5,767 50
ALLSTATE CORP	020002101	242 00	13,022 93	15,025 78
ALTRIA GROUP INC	02209S103	886 00	37,195 52	51,574 06
AMADEUS IT HLDG SA	02263T104	385 00	9,140 00	17,015 46

AMAZON COM INC	023135106	155 00	28,404 74	104,762 95
AMCOR LTD	02341R302	717 00	28,629 59	28,044 02
AMERICAN EAGLE OUTFITTERS NEW	02553E106	195 00	2,842 57	3,022 50
AMERICAN FINL GROUP INC OHIO	025932104	458 00	33,765 78	33,012 64
AMN HEALTHCARE SVCS INC	001744101	177 00	5,229 31	5,495 85
AMTRUST FINL SVCS INC	032359309	55 00	2,334 86	3,386 90
ANACOR PHARMACEUTICALS INC	032420101	22 00	2,862 54	2,485 34
ANADARKO PETE CORP	032511107	1,267 00	101,909 08	61,550 86
ANI PHARMACEUTICALS INC	00182C103	87 00	4,630 91	3,925 88
ANSYS INC	03662Q105	112 00	9,133 41	10,360 00
APOLLO INVT CORP	03761U106	592 00	4,793 61	3,090 24
APPLIED INDL TECHNOLOGIES INC	03820C105	72 00	2,895 80	2,915 28
ARRIS GROUP INC NEW	04270V106	195 00	5,109 35	5,961 15
ARTISAN PARTNERS ASSET MGMT INC	04316A108	11 00	396 54	396 66
ASHLAND INC	044209104	148 00	14,924 99	15,199 60
ASTRONICS CORP COM	046433108	132 00	5,162 14	5,373 72
AVAGO TECHNOLOGIES LTD	Y0486S104	190 00	11,176 03	27,578 50
AZZ INC	002474104	109 00	4,685 42	6,057 13
B & G FOODS INC	05508R106	136 00	5,043 67	4,762 72
BAIDU INC	056752108	78 00	8,050 69	14,745 12
BANCORP INC	05969A105	252 00	2,085 12	1,605 24
BBCN BANCORP INC	073295107	529 00	7,765 72	9,109 38
BE AEROSPACE INC	073302101	201 00	10,796 91	8,516 37
BIOGEN IDEC INC	09062X103	336 00	52,065 06	102,933 60
BITAUTO HLDGS LTD	091727107	59 00	3,989 29	1,668 52
BLUEBIRD BIO INC	09609G100	23 00	2,900 83	1,477 06
BOFI HLDG INC	05566U108	204 00	6,498 10	4,294 20
BOSTON BEER INC	100557107	24 00	5,286 33	4,845 84
BRAMBLES LTD	105105209	661 00	8,467 41	11,128 60
BRF S A	10552T107	687 00	14,145 67	9,494 34
BRINKER INTL INC	109641100	54 00	2,755 25	2,589 30
BRINKS CO	109696104	77 00	1,846 10	2,222 22
BRISTOL MYERS SQUIBB CO	110122108	1,940 00	99,005 38	133,452 60
BRITISH AMERN TOB PLC	110448107	280 00	26,962 15	30,926 00

BROADRIDGE FINL SOLUTIONS INC	11133T103	74 00	2,990 55	3,976 02
BRUNSWICK CORP	117043109	380 00	11,871 39	19,193 80
BUFFALO WILD WINGS INC	119848109	31 00	3,871 90	4,949 15
BUNZL PLC	120738406	440 00	7,435 48	12,224 52
BURLINGTON STORES INC	122017106	178 00	8,661 01	7,636 20
BURLINGTON STORES INC	122017106	133 00	7,189 47	5,705 70
C H ROBINSON WORLDWIDE INC	12541W209	1,827 00	113,573 15	113,310 54
CABOT CORP	127055101	88 00	3,013 58	3,597 44
CAESAR STONE SDOT YAM LTD	M20598104	117 00	5,827 77	5,070 78
CAMBREX CORP	132011107	149 00	5,172 49	7,016 41
CANADIAN NATIONAL RAILWAY	136375102	286 00	12,179 74	15,981 68
CARDTRONICS INC	14161H108	88 00	3,048 42	2,961 20
CARLSBERG AS	142795202	1,423 00	27,210 47	25,374 94
CARRIZO OIL & CO INC	144577103	142 00	6,667 35	4,200 36
CASEY'S GEN STORES INC	147528103	81 00	8,268 80	9,756 45
CDW CORP	12514G108	227 00	9,497 13	9,543 08
CELANESE CORP DEL	150870103	89 00	4,876 25	5,992 37
CELGENE CORP	151020104	830 00	34,368 61	99,400 80
CENOVUS ENERGY INC	15135U109	752 00	15,256 42	9,490 24
CERNER CORP	156782104	146 00	5,952 86	8,784 82
CHARLES RIV LABORATORIES INTL	159864107	122 00	7,175 10	9,807 58
CHEMED CORP	16359R103	56 00	5,711 24	8,388 80
CHEVRON CORP	166764100	1,872 00	173,892 84	168,405 12
CHINA BIOLOGIC PRODS INC	16938C106	60 00	3,239 40	8,547 60
CHURCH & DWIGHT INC	171340102	131 00	9,104 75	11,119 28
CIELO S A	171778202	1,317 00	11,736 58	11,181 33
CIENA CORP	171779309	261 00	4,067 84	5,400 09
CIMPRESS NV	N20146101	58 00	4,877 97	4,706 12
CIRRUS LOGIC CORP	172755100	165 00	4,981 08	4,872 45
CIT GROUP INC	125581801	380 00	17,000 14	15,086 00
CITIGROUP INC	172967424	2,726 00	92,327 95	141,070 50
CIVEO CORP	17878Y108	248 00	2,206 34	352 16
CK HUTCHISON HLDGS LTD	12562Y100	2,336 00	30,148 86	31,395 84
CLEAN HBRS INC	184496107	166 00	7,962 73	6,913 90

CNO FINL GROUP INC	12621E103	361 00	6,009 82	6,891 49
COCA COLA AMATIL LTD	191085208	856 00	9,315 59	5,791 70
COGNIZANT TECHNOLOGY SOLUTIONS	192446102	1,487 00	51,893 07	89,249 74
COLUMBIA ACORN INTERNATIONAL	197199813	15,372 76	570,901 00	601,382 53
COLUMBIA SPORTSWEAR CO	198516106	105 00	6,770 01	5,119 80
COLUMBIA SPORTSWEAR CO	198516106	93 00	3,932 27	4,534 68
COMMERCIAL METALS CO	201723103	524 00	7,746 97	7,173 56
COMPAGNIE FINANCIERE RICHEMONT	204319107	2,020 00	15,086 99	14,550 06
COMPASS GROUP PLC	20449X302	1,335 00	14,950 05	23,119 53
COMPUTER PROGRAMS & SYS INC	205306103	43 00	2,614 83	2,139 25
COMPUTER SCIENCES CORP	205363104	169 00	9,842 81	5,522 92
COMSCORE INC	20564W105	120 00	5,864 94	4,938 00
CONCHO RES INC	20605P101	74 00	8,405 07	6,871 64
CONSTELLATION BRANDS INC	21036P108	52 00	7,326 09	7,406 88
CONVERGYS CORP	212485106	219 00	3,902 16	5,450 91
CONVERGYS CORP	212485106	306 00	5,452 13	7,616 34
COOPER COS INC	216648402	28 00	5,108 24	3,757 60
COOPER TIRE & RUBR CO	216831107	159 00	6,251 32	6,018 15
COPART INC	217204106	252 00	7,884 86	9,578 52
CREDIT SUISSE GROUP	225401108	6,946 00	180,486 13	150,658 74
CSRA INC	12650T104	169 00	0 00	5,070 00
CULLEN / FROST BANKERS INC	229899109	84 00	5,261 95	5,040 00
CVS HEALTH CORP	126650100	928 00	95,626 97	90,730 56
D R HORTON INC	23331A109	361 00	8,314 82	11,562 83
DANA HLDG CORP	235825205	850 00	15,853 77	11,730 00
DELPHI AUTOMOTIVE PLC	G27823106	129 00	7,959 78	11,059 17
DENSO CORP	24872B100	422 00	7,268 02	10,204 80
DEUTSCHE BOERSE	251542106	2,827 00	19,853 59	24,993 51
DEUTSCHE POST AG	25157Y202	513 00	13,640 38	14,464 04
DEVON ENERGY CORP NEW	25179M103	1,091 00	69,452 65	34,912 00
DEXCOM INC COM	252131107	721 00	68,053 92	59,049 90
DIAMONDBACK ENERGY INC	25278X109	67 00	5,540 44	4,482 30
DOLBY LABORATORIES INC	25659T107	186 00	7,015 17	6,258 90
DOLLAR GEN CORP	256677105	136 00	9,062 30	9,774 32

DOVER CORP	260003108	161 00	9,781 76	9,870 91
DYCOM INDS INC	267475101	29 00	817 53	2,028 84
E-HOUSE CHINA HLDGS LTD	26852W103	291 00	2,678 56	1,830 39
EAGLE MATERIALS INC	26969P108	16 00	961 81	966 88
EAST WEST BANCORP INC	27579R104	227 00	7,434 88	9,434 12
EASTMAN CHEM CO	277432100	143 00	11,511 87	9,653 93
EL PASO ELEC CO	283677854	234 00	8,484 54	9,009 00
ENANTA PHARMACEUTICALS INC	29251M106	104 00	4,338 08	3,434 08
ENDURANCE SPECIALITY HLDGS LTD	G30397106	176 00	9,729 28	11,262 24
ENERGEN CORP	29265N108	83 00	4,375 18	3,402 17
ENERGIZER HLDGS INC	29272W109	58 00	1,979 20	1,975 48
EOG RES INC	26875P101	936 00	79,969 70	66,259 44
ERICSSON	294821608	2,512 00	28,177 80	24,140 32
EURONET WORLDWIDE INC	298736109	181 00	7,628 28	13,109 83
EURONET WORLDWIDE INC	298736109	83 00	6,370 73	6,011 69
EVERI HOLDINGS INC	30034T103	263 00	1,811 49	1,154 57
FACEBOOK INC	30303M102	1,268 00	36,909 71	132,708 88
FANUC CORP	307305102	382 00	9,992 47	11,156 69
FASTENAL CO	311900104	218 00	10,227 14	8,898 76
FEDERAL HOME LN MTG CORP	3128MJUN8	12,829 29	13,719 32	13,568 00
FEDERAL HOME LN MTG CORP	3128MJVVW6	204,658 60	218,169 25	216,371 21
FEDERAL HOME LN MTG CORP	3128MJWQ9	183,354 74	190,115 96	188,897 55
FEDERAL HOME LN MTG CORP	3128MJVV9	38,802 32	40,372 59	39,975 31
FEDERAL HOME LN MTG CORP	3128MJVS6	154,075 57	165,087 71	162,917 97
FEDERAL HOME LN MTG CORP	3128MJVN7	92,974 95	97,972 37	95,785 58
FEDERAL HOME LN MTG CORP	3128MJVH0	41,604 51	43,489 72	42,862 22
FEDERAL HOME LN MTG CORP	3128MJU81	16,523 67	17,618 36	17,470 31
FEDERAL HOME LN MTG CORP	3128MJU32	109,074 52	116,931 27	115,323 40
FEDERAL NATL MTG ASSN	3138Y3X71	23,474 67	25,128 89	24,848 88
FEDERAL NATL MTG ASSN	31418WPP9	73,393 19	79,952 89	79,431 99
FEDERAL NATL MTG ASSN	31410LFE7	48,687 08	54,658 86	54,364 97
FEDERAL NATL MTG ASSN	3138XXGE0	83,316 53	88,654 00	87,378 21
FEDERAL NATL MTG ASSN	3138WFKJ4	210,345 95	218,809 09	217,180 09
FEDERAL NATL MTG ASSN	3138AFC24	147,323 60	155,426 41	159,404 13

FIFTH ST FIN CORP	31678A103	465 00	4,096 42	2,966 70
FIFTH THIRD BANCORP	316773100	594 00	11,352 11	11,939 40
FINANCIAL ENGINES INC	317485100	133 00	6,750 04	4,478 11
FIRST HORIZON NATL CORP	320517105	332 00	4,099 52	4,820 64
FIRST NIAGARA FINL GROUP INC	33582V108	1,047 00	8,520 83	11,359 95
FISERV INC	337738108	170 00	12,701 69	15,548 20
FITBIT INC	33812L102	2,562 00	94,275 39	75,809 58
FMC TECHNOLOGIES INC	30249U101	161 00	5,470 52	4,670 61
FNF GROUP	31620R303	310 00	8,450 23	10,747 70
FOMENTO ECONOMICO MEXICANO SA	344419106	91 00	6,836 38	8,403 85
FORTINET INC	34959E109	262 00	6,405 90	8,166 54
FORTUNE BRANDS HOME & SEC INC	34964C106	211 00	7,774 56	11,710 50
G-III APPAREL GROUP LTD	36237H101	149 00	6,427 69	6,594 74
GARTNER GROUP INC NEW	366651107	126 00	7,486 34	11,428 20
GENERAL ELEC CO	369604103	8,959 00	230,984 38	279,072 85
GENERAL MLS INC	370334104	1,847 00	103,519 06	106,498 02
GENPACT LTD	G3922B107	475 00	10,223 12	11,865 50
GENWORTH FINL INC	37247D106	842 00	7,666 07	3,140 66
GETINGE AB	37427X104	858 00	21,509 31	22,644 34
GLATFELTER	377316104	249 00	5,275 95	4,591 56
GLOBAL PMTS INC	37940X102	69 00	2,577 49	4,451 19
GLOBUS MED INC CL A	379577208	129 00	2,493 85	3,588 78
GLOBUS MED INC CL A	379577208	298 00	6,468 37	8,290 36
GNC HLDGS INC	36191G107	114 00	4,199 50	3,536 28
GOLDMAN SACHS GROUP INC	38141G104	530 00	100,251 59	95,521 90
GREAT PLAINS ENERGY INC	391164100	462 00	10,707 17	12,617 22
GREAT WALL MTR CO LTD	39137B109	1,467 00	21,588 91	17,092 02
GREEN DOT CORP	39304D102	276 00	6,116 24	4,531 92
GROUPE CGI INC	39945C109	794 00	23,568 00	31,783 82
GRUPO TELEvisa SA DE CV	40049J206	822 00	20,294 52	22,366 62
GUESS INC	401617105	61 00	1,278 00	1,151 68
HAEMONETICS CORP	405024100	134 00	4,668 85	4,320 16
HARBOR INTERNATIONAL FUND	411511306	20,531 63	1,138,425 89	1,220,194 77
HARMAN INTL INDS INC	413086109	103 00	12,300 90	9,703 63

HARMONIC INC	413160102	373 00	2,256 65	1,518 11
HARSCO CORP	415864107	267 00	3,948 06	2,103 96
HASBRO INC	418056107	174 00	9,829 58	11,720 64
HEALTH NET INC	42222G108	43 00	1,994 33	2,943 78
HEARTLAND PMT SYS INC	42235N108	217 00	10,821 81	20,575 94
HEXCEL CORP NEW	428291108	124 00	4,755 40	5,759 80
HFF INC	40418F108	111 00	3,146 67	3,448 77
HOME DEPOT INC	437076102	264 00	21,319 66	34,914 00
HORIZON PHARMA PLC	G4617B105	251 00	4,768 40	5,439 17
HUBBELL INC	443510607	561 00	62,130 71	56,683 44
HUNT J B TRANS SVCS INC	445658107	84 00	6,149 63	6,162 24
HYSTER-YALE MATLS HANDLING INC	449172105	15 00	786 11	786 75
ICON PLC	G4705A100	169 00	9,986 71	13,131 30
IDEXX LABS INC	45168D104	113 00	7,565 18	8,239 96
ILLUMINA INC	452327109	578 00	89,858 51	110,944 21
IMAX CORP	45245E109	145 00	5,145 53	5,153 30
INDUSTRIAL & COML BK CHINA	455807107	1,053 00	11,107 65	12,717 08
INFINERA CORP	45667G103	375 00	6,504 54	6,795 00
INSULET CORP	45784P101	86 00	1,925 90	3,251 66
INTEGRATED DEVICE TECHNOLOGY	458118106	275 00	3,745 20	7,246 25
INTEL CORP	458140100	2,497 00	74,205 93	86,021 65
INTERACTIVE BROKERS GROUP INC	45841N107	146 00	3,613 49	6,365 60
INTERCEPT PHARMACEUTICALS INC	45845P108	546 00	120,151 72	81,545 10
INTERCONTINENTAL EXCHANGE INC	45866F104	309 00	73,881 68	79,184 34
INTERSIL CORP	46069S109	421 00	5,228 71	5,371 96
INVESCO LTD	G491BT108	109 00	4,111 47	3,649 32
INVESCO LTD	G491BT108	3,663 00	132,279 32	122,637 24
INVESTMENT TECHNOLOGY GRP NEW	46145F105	172 00	2,852 90	2,927 44
INVESTORS BANCORP INC NEW	46146L101	1,434 00	15,186 00	17,838 96
ISHARES CORE S&P MID CAP ETF	464287507	3,412 00	436,551 07	475,359 84
ISHARES MSCI EMERGING MARKETS	464287234	21,134 00	874,334 71	680,303 46
ISHARES RUSSELL 1000 GROWTH ETF	464287614	29,102 00	2,630,439 57	2,895,066 96
ISHARES RUSSELL 2000 ETF	464287655	2,777 00	290,960 17	312,745 74
J P MORGAN CHASE & CO	46625H100	2,916 00	106,348 79	192,543 48

JANUS CAP GROUP INC	47102X105	253 00	3,601 78	3,564 77
JANUS CAP GROUP INC	47102X105	384 00	6,486 05	5,410 56
JAPAN TOB INC	471105205	1,216 00	19,786 76	22,598 14
JOHNSON & JOHNSON	478160104	2,066 00	195,002 89	212,219 52
JULIUS BAER GROUP LTD	48137C108	1,822 00	14,345 72	17,713 48
J2 GLOBAL INC	48123V102	92 00	6,494 03	7,573 44
KAPSTONE PAPER & PACKAGING CORP	48562P103	218 00	5,799 91	4,924 62
KASIKORNBANK PUB CO LTD	485785109	990 00	23,736 31	16,561 71
KENNAMETAL INC	489170100	171 00	6,088 14	3,283 20
KEYCORP NEW	493267108	5,070 00	67,850 37	66,873 30
KEYSIGHT TECHNOLOGIES INC	49338L103	314 00	10,577 81	8,895 62
KINGFISHER PLC	495724403	2,072 00	19,479 48	20,125 34
KLX INC	482539103	261 00	10,136 46	8,036 19
KOMATSU LTD	500458401	795 00	17,162 23	13,164 41
KOPPERS HLDGS INC	50060P106	137 00	4,539 83	2,500 25
KORN FERRY INTL	500643200	189 00	4,833 28	6,271 02
KROGER CO	501044101	3,066 00	100,395 26	128,250 78
LA Z BOY INC	505336107	242 00	6,742 55	5,909 64
LABORATORY CORP AMER HLDGS	50540R409	76 00	9,370 73	9,396 64
LILLY ELI & CO	532457108	497 00	39,830 72	41,877 22
LINCOLN NATL CORP IND	534187109	322 00	15,973 29	16,183 72
LINKEDIN CORP	53578A108	563 00	67,980 15	126,720 04
LIONS GATE ENTMT CORP	535919203	130 00	4,931 47	4,210 70
LITHIA MTRS INC	536797103	75 00	6,048 37	8,000 25
LKQ CORP	501889208	436 00	11,192 78	12,918 68
LLOYDS BANKING GROUP PLC	539439109	4,031 00	19,898 93	17,575 16
M & T BK CORP	55261F104	134 00	16,310 46	16,238 12
MANHATTAN ASSOCS INC	562750109	169 00	5,655 61	11,182 73
MARKETAXESS HLDGS INC	57060D108	46 00	2,918 04	5,133 14
MARVELL TECHNOLOGY GROUP LTD	G5876H105	1,187 00	15,652 44	10,469 34
MASIMO CORP	574795100	61 00	1,377 12	2,532 11
MATADOR RES CO	576485205	157 00	3,249 21	3,103 89
MATRIX SVC CO	576853105	191 00	4,386 42	3,923 14
MATSON INC	57686G105	129 00	3,722 53	5,499 27

MAXIMUS INC	577933104	124 00	5,963 15	6,975 00
MCCORMICK & CO INC	579780206	111 00	7,520 87	9,497 16
MCKESSON CORP	58155Q103	454 00	97,140 54	89,542 42
MEAD JOHNSON NUTRITION CO	582839106	58 00	4,034 74	4,579 10
MEDIDATA SOLUTIONS INC	58471A105	130 00	5,410 58	6,407 70
MEDTRONIC PLC	G5960L103	1,838 00	140,911 43	141,378 96
MENTOR GRAPHICS CORP	587200106	215 00	4,221 18	3,960 30
MERCADOLIBRE INC	58733R102	824 00	96,439 04	94,216 16
MICHAEL KORS HLDGS LTD	G60754101	1,070 00	46,430 87	42,864 20
MICROSOFT CORP	594918104	2,448 00	107,794 53	135,815 04
MIDDLEBY CORP	596278101	88 00	7,172 66	9,492 56
MOBILEYE NV	N51488117	2,930 00	135,717 00	123,880 40
MOLSON COORS BREWING CO	60871R209	638 00	48,070 97	59,920 96
MOMENTA PHARMACEUTICALS INC	60877T100	126 00	1,357 89	1,869 84
MONSTER BEVERAGE CORP	61174X109	755 00	101,741 76	112,464 80
MRC GLOBAL INC	55345K103	255 00	4,480 36	3,289 50
MTS SYS CORP	553777103	70 00	4,846 02	4,438 70
MURPHY OIL CORP	626717102	489 00	21,925 20	10,978 05
NATUS MEDICAL INC COM	639050103	160 00	4,793 08	7,688 00
NEXTERA ENERGY INC	65339F101	1,308 00	99,251 51	135,888 12
NIKE INC	654106103	1,546 00	74,366 26	96,625 00
NORDSTROM INC	655664100	179 00	12,506 71	8,915 99
NORTHERN TR CORP	665859104	113 00	8,783 60	8,146 17
NOVARTIS A G	66987V109	159 00	11,124 03	13,680 36
NOVO-NORDISK A S	670100205	235 00	5,380 17	13,648 80
NOVO-NORDISK A S	670100205	1,471 00	81,923 18	85,435 68
NXP SEMICONDUCTORS NV	N6596X109	501 00	42,412 10	42,209 25
O REILLY AUTOMOTIVE INC	67103H107	38 00	5,721 28	9,629 96
OCCIDENTAL PETE CORP DEL	674599105	2,279 00	178,751 99	154,083 19
OPHTHOTECH CORP	683745103	88 00	3,344 66	6,910 64
ORACLE CORP	68389X105	3,334 00	129,825 74	121,791 02
OWENS ILL INC	690768403	602 00	14,839 32	10,486 84
PACKAGING CORP AMER	695156109	168 00	11,482 33	10,592 40
PATTERSON-UTI ENERGY INC	703481101	186 00	2,859 25	2,804 88

PBF ENERGY INC	69318G106	148 00	3,728 99	5,447 88
PERRIGO CO	G97822103	84 00	13,099 33	12,154 80
PG&E CORP	69331C108	339 00	14,974 79	18,031 41
PG&E CORP	69331C108	1,485 00	79,075 36	78,987 15
PHARMERICA CORP	71714F104	50 00	1,320 24	1,750 00
PIEDMONT NAT GAS INC	720186105	141 00	4,826 42	8,039 82
PIMCO HIGH YIELD FD	693390841	79,203 35	733,293 16	654,219 67
PINNACLE ENTMT INC	723456109	99 00	2,277 00	3,080 88
PINNACLE WEST CAP CORP	723484101	287 00	16,172 98	18,505 76
PNC FINL SVCS GROUP INC	693475105	840 00	45,128 73	80,060 40
POLARIS INDS INC	731068102	47 00	6,851 60	4,039 65
POWER INTEGRATIONS INC	739276103	100 00	4,952 73	4,863 00
POWERSHARES DB COMMODITY INDEX	73935S105	39,280 00	848,604 48	524,780 80
PPG INDS INC	693506107	1,133 00	121,692 28	111,963 06
PRA GROUP INC	69354N106	101 00	5,761 18	3,503 69
PRADA S P A	73942H100	1,050 00	14,837 91	6,529 95
PRICELINE GROUP INC	741503403	81 00	41,252 29	103,270 95
PRIVATEBANCORP INC	742962103	84 00	2,451 16	3,445 68
PROSIEBENSAT 1 MEDIA SE	743476202	1,410 00	15,105 21	17,907 00
PROTO LABS INC	743713109	74 00	4,991 80	4,713 06
PRUDENTIAL PLC	74435K204	1,839 00	89,106 43	82,902 12
PT BK MANDIRI PERSERO TBK	69367U105	1,593 00	10,050 39	10,689 03
PUBLICIS S A NEW	74463M106	1,609 00	23,652 92	26,820 42
RADIUS HEALTH INC	750469207	37 00	2,532 56	2,276 98
RANGE RES CORP	75281A109	1,762 00	78,628 81	43,362 82
RELX PLC	759530108	1,987 00	21,864 79	35,428 21
REPUBLIC SVCS INC	760759100	140 00	5,368 41	6,158 60
RESTORATION HARDWARE HLDGS INC	761283100	83 00	6,892 93	6,594 35
REYNOLDS AMERN INC	761713106	2,358 00	61,326 86	108,821 70
ROCHE HLDG LTD	771195104	892 00	23,992 51	30,788 27
ROCKWELL AUTOMATION INC	773903109	46 00	2,678 03	4,720 06
ROCKWELL AUTOMATION INC	773903109	275 00	28,633 14	28,217 75
ROYAL CARIBBEAN CRUISES LTD	V7780T103	70 00	5,428 62	7,084 70
ROYAL DUTCH SHELL PLC	780259107	381 00	24,390 85	17,541 24

ROYAL DUTCH SHELL PLC	780259107	1,163 00	60,352 47	53,544 52
SAIA INC	78709Y105	147 00	6,915 69	3,270 75
SALLY BEAUTY HLDGS INC	79546E104	267 00	7,652 95	7,446 63
SAP SE	803054204	355 00	20,729 94	28,080 50
SCHLUMBERGER LTD	806857108	1,444 00	114,438 89	100,719 00
SCHNEIDER ELEC SE	80687P106	2,132 00	28,580 15	24,345 31
SEACOR HLDGS INC	811904101	98 00	7,197 16	5,150 88
SEMPRA ENERGY	816851109	1,394 00	98,698 52	131,049 94
SERVICENOW INC	81762P102	1,220 00	92,619 36	105,603 20
SILGAN HOLDINGS INC	827048109	110 00	5,242 68	5,909 20
SKECHERS U S A INC	830566105	280 00	5,487 87	8,458 80
SKY PLC	83084V106	720 00	38,990 87	47,202 48
SKYWORKS SOLUTIONS INC	83088M102	694 00	59,229 63	53,320 02
SKYWORKS SOLUTIONS INC	83088M102	53 00	1,986 45	4,071 99
SMITH & NEPHEW PLC	83175M205	656 00	17,007 36	23,353 60
SMITH A O	831865209	151 00	9,570 84	11,568 11
SNAP ON INC	833034101	30 00	5,070 70	5,142 90
SPLUNK INC	848637104	1,760 00	92,687 76	103,505 60
SPORTSMANS WHSE HLDGS INC	84920Y106	349 00	4,968 40	4,502 10
STANCORP FINL GROUP INC	852891100	75 00	4,651 18	8,541 00
STEELCASE INC	858155203	449 00	6,851 70	6,690 10
STERICYCLE INC	858912108	114 00	11,257 30	13,748 40
STERIS PLC	G84720104	71 00	5,279 56	5,349 14
SUNCOR ENERGY INC	867224107	767 00	22,107 74	19,788 60
SUPER MICRO COMPUTER INC	86800U104	118 00	4,894 77	2,892 18
SWATCH GROUP AG	870123106	679 00	14,593 38	11,877 75
SYKES ENTERPRISES INC	871237103	149 00	2,988 92	4,586 22
SYMETRA FINL CORP	87151Q106	253 00	5,838 25	8,037 81
SYNAPTICS INC	87157D109	58 00	3,671 79	4,659 72
SYNCHRONY FINL	87165B103	1,719 00	54,579 30	52,274 79
SYNGENTA AG	87160A100	1,058 00	75,207 53	83,296 34
SYNGENTA AG	87160A100	298 00	18,660 76	23,461 54
SYNOPSYS INC	871607107	158 00	7,721 27	7,206 38
SYNTEL INC	87162H103	104 00	4,583 28	4,706 00

TAIWAN SEMICONDUCTOR MFG LTD	874039100	1,162 00	18,115 13	26,435 50
TANDEM DIABETES CARE INC	875372104	130 00	1,705 51	1,535 30
TARGET CORP	87612E106	850 00	65,760 19	61,718 50
TCF FINL CORP	872275102	358 00	5,391 48	5,054 96
TEREX CORP NEW	880779103	199 00	5,039 79	3,677 52
TESLA MTRS INC	88160R101	305 00	44,252 09	73,203 05
TESORO CORP	881609101	15 00	940 65	1,580 55
TETRA TECHNOLOGIES INC DEL	88162F105	348 00	2,348 32	2,616 96
TEVA PHARMACEUTICAL INDS LTD	881624209	1,371 00	79,935 72	89,992 44
TEVA PHARMACEUTICAL INDS LTD	881624209	699 00	30,643 93	45,882 36
THERMO FISHER SCIENTIFIC CORP	883556102	584 00	32,110 45	82,840 40
TIDEWATER INC	886423102	225 00	4,408 00	1,566 00
TIFFANY & CO NEW	886547108	66 00	6,101 94	5,035 14
TOYOTA MOTOR CORP	892331307	148 00	13,820 42	18,209 92
TRACTOR SUPPLY CO	892356106	101 00	6,309 12	8,635 50
TRANSDIGM GROUP INC	893641100	99 00	18,807 45	22,616 55
TRIMBLE NAVIGATION LTD	896239100	270 00	7,681 50	5,791 50
TUPPERWARE BRANDS CORP	899896104	86 00	5,675 80	4,785 90
TUTOR PERINI CORP	901109108	203 00	4,911 06	3,398 22
TYLER TECHNOLOGIES INC	902252105	38 00	5,374 30	6,624 16
UBS GROUP AG	H42097107	1,231 00	23,378 43	23,844 47
UGI CORP NEW	902681105	173 00	5,880 91	5,840 48
ULTIMATE SOFTWARE GROUP INC	90385D107	44 00	6,190 84	8,602 44
UNDER ARMOUR INC	904311107	44 00	2,879 36	3,546 84
UNILEVER N V	904784709	400 00	14,189 36	17,328 00
UNITED NAT FOODS INC	911163103	120 00	7,865 65	4,723 20
UNITED OVERSEAS BK LTD	911271302	668 00	23,822 42	18,467 53
UNITED STATES TREAS BD	912810RH3	209,000 00	213,252 93	213,595 91
UNITED STATES TREAS BD	912810PZ5	231,528 10	308,510 09	274,282 08
UNITED STATES TREAS NT	912828TW0	230,000 00	228,236 88	228,778 70
UNITED STATES TREAS NT	912828XL9	559,640 52	541,773 70	541,832 76
UNITED STATES TREAS NT	912828TE0	292,695 58	299,889 44	283,800 56
UNITED STATES TREAS NT	912828RR3	316,000 00	319,886 05	316,925 88
UNITED STATES TREAS NT	912828QD5	130,379 92	130,116 12	129,872 74

UNITED TECHNOLOGIES CORP	913017109	1,850 00	178,735.77	177,729 50
UNIVERSAL HLTH SVCS INC	913903100	142 00	15,959 82	16,967 58
UNUM GROUP	91529Y106	928 00	34,041 75	30,893 12
VANGUARD REIT	922908553	19,454 00	1,222,932 78	1,551,067 42
VEEVA SYS INC	922475108	89 00	2,523 42	2,567 65
VERINT SYS INC	92343X100	124 00	6,695 99	5,029 44
VERIZON COMMUNICATIONS INC	92343V104	2,598 00	122,302 10	120,079 56
VERTEX PHARMACEUTICALS INC	92532F100	1,009 00	72,334 59	126,962 47
VIRTUSA CORP	92827P102	138 00	4,778 38	5,704 92
VISA INC	92826C839	1,497 00	34,952.90	116,092 35
VITAMIN SHOPPE INC	92849E101	104 00	4,036 63	3,400 80
WABCO HLDGS INC	92927K102	73 00	6,397 17	7,464 98
WABTEC CORP	929740108	52 00	5,268 47	3,698 24
WATSCO INC	942622200	82 00	7,908 77	9,604 66
WEATHERFORD INTL PL	G48833100	1,007 00	10,314 51	8,448 73
WELLS FARGO & CO	949746101	3,638 00	192,827 32	197,761 68
WERNER ENTERPRISES INC	950755108	414 00	9,885 21	9,683 46
WH GROUP LTD	92890T106	2,334 00	31,382 94	26,187 48
WHITE MTNS INS GROUP LTD	G9618E107	10 00	6,340 00	7,268 10
WILEY JOHN & SONS INC	968223206	87 00	4,346 80	3,917 61
WPP PLC	92937A102	307 00	19,959 22	35,225 18
WPX ENERGY INC	98212B103	357 00	2,421 83	2,049 18
WYNDHAM WORLDWIDE CORP	98310W108	26 00	1,981 12	1,888 90
WYNDHAM WORLDWIDE CORP	98310W108	245 00	19,054 14	17,799 25
XL GROUP PLC	G98290102	2,935 00	105,243 84	114,993 30
YAHOO JAPAN CORP	98433V102	3,218 00	24,167 50	26,429 43
ZIMMER BIOMET HLDGS INC	98956P102	136 00	13,552 89	13,952 24
ZIMMER BIOMET HLDGS INC	98956P102	482 00	48,607 96	49,448 38
TOTAL			25,766,413 93	26,771,542 13