Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ *Do not enter social security numbers on this form as it may be made public.*

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

OMB No. 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , 2015, and ending , 20

Name of foundation W.R. WINSLOW RESIDUARY TRUST
C/O WELLS FARGO BANK, NA, IFS FIDUCIARY TAX

A Employer identification number 52-6144289

Number and street (or P O. box number if mail is not delivered to street address) Room/suite
SVC, 1 WEST 4TH ST, MAC D4000-041

B Telephone number (see instructions) ( ) -

City or town, state or province, country, and ZIP or foreign postal code
WINSTON-SALEM, NC 27101

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 18,590,424.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	114,998.			
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B.				
	3 Interest on savings and temporary cash investments	102.	102.		ATCH 1
	4 Dividends and interest from securities	448,242.	448,242.		ATCH 2
	5a Gross rents	133,922.	133,922.		
	b Net rental income or (loss) 102,316.				
	6a Net gain or (loss) from sale of assets not on line 10	839,569.			
	b Gross sales price for all assets on line 6a 3,100,047.				
	7 Capital gain net income (from Part IV, line 2)		839,569.		
	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)				
	12 **Total.** Add lines 1 through 11	1,536,833.	1,421,835.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	535,715.	482,143.		53,572.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 3	10,365.			10,365.
	c Other professional fees (attach schedule)				
	17 Interest ATCH 4	7,626.	7,626.		
	18 Taxes (attach schedule) (see instructions) [5]	41,196.	7,928.		
	19 Depreciation (attach schedule) and depletion	449.	449.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 6	24,363.	24,030.		333.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	619,714.	522,176.		64,270.
	25 Contributions, gifts, grants paid	1,000,000.			1,000,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,619,714.	522,176.	0.	1,064,270.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-82,881.			
	b **Net investment income** (if negative, enter -0-)		899,659.		
	c **Adjusted net income** (if negative, enter -0-)				

RECEIVED NOV 2 3 2016 OGDEN, UT

SCANNED NOV 1 4 2016

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	488,539.	586,943.	586,943.
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) ATCH 7	3,326,605.	3,175,089.	5,268,439.
c	Investments - corporate bonds (attach schedule) ATCH 8	508.	460.	464.
11	Investments - land, buildings, and equipment: basis ▶ 126,863.			ATCH 9
	Less accumulated depreciation (attach schedule) ▶ 9,061.	118,251.	117,802.	1,620,000.
12	Investments - mortgage loans			
13	Investments - other (attach schedule) ATCH 10	11,685,291.	11,678,584.	11,095,849.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 11)	46,836.	18,729.	18,729.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	15,666,030.	15,577,607.	18,590,424.
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 ▶)	5,542.		
23	**Total liabilities** (add lines 17 through 22)	5,542.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27	Capital stock, trust principal, or current funds	16,739,192.	16,854,190.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	-1,078,704.	-1,276,583.	
30	**Total net assets or fund balances** (see instructions)	15,660,488.	15,577,607.	
31	**Total liabilities and net assets/fund balances** (see instructions)	15,666,030.	15,577,607.	

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	15,660,488.
2	Enter amount from Part I, line 27a	2	-82,881.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,577,607.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,577,607.

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 PART IV SCHEDULE			
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	839,569.
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	704,443.	20,700,568.	0.034030
2013	708,972.	18,689,557.	0.037934
2012	776,835.	17,705,585.	0.043875
2011	776,943.	17,642,464.	0.044038
2010	712,967.	16,597,675.	0.042956

2	**Total** of line 1, column (d)	2	0.202833
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	0.040567
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	19,950,771.
5	Multiply line 4 by line 3	5	809,343.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,997.
7	Add lines 5 and 6	7	818,340.
8	Enter qualifying distributions from Part XII, line 4	8	1,064,270.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	8,997.
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	8,997.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	8,997.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 21,100.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	21,100.
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	12,103.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 12,103. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______ **(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.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* ATCH 12	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MD,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK, NA Telephone no. ▶ 703-760-6924
Located at ▶ 1 WEST 4TH ST., 4TH FLOOR 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

			Yes	No
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? If "Yes," list the years ▶ ____, ____, ____, ____	☐ Yes ☒ No			
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

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

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 (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? 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
ATCH 13		535,715.	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				

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

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		0.
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 N/A	
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 . . . . ▶	

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	18,024,466.
b	Average of monthly cash balances	1b	591,395.
c	Fair market value of all other assets (see instructions)	1c	1,638,729.
d	**Total** (add lines 1a, b, and c)	1d	20,254,590.
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	20,254,590.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	303,819.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,950,771.
6	**Minimum investment return.** Enter 5% of line 5	6	997,539.

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	997,539.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	8,997.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,997.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	988,542.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	988,542.
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	988,542.

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	1,064,270.
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	1,064,270.
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	8,997.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,055,273.

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				988,542.
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			690,064.	
b Total for prior years: 20 13 ,20 12 ,20 11				
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: ▶ $ 1,064,270.				
a Applied to 2014, but not more than line 2a			690,064.	
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				374,206.
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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
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				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				614,336.
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	0.			
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) 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)

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 14				
Total . . . . ▶ **3a**				1,000,000.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			14	102.	
4 Dividends and interest from securities			14	448,242.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	102,316.	
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	839,569.	
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)				1,390,229.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 1,390,229.

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

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

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

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

WELLS FARGO BANK, N.A. BY STACEY ASHTON ASST VICE PRES & TRUST OFFICER 11/11/16 AVP

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
W.CRAIG THOMPSON		8/3/16		
Firm's name ▶ RUSSELL, EVANS & THOMPSON, PLLC			Firm's EIN ▶	
Firm's address ▶ 299 HERNDON PARKWAY, SUITE 206 HERNDON, VA 20170-4467			Phone no. 703-478-0320	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					172,851.	
		GAIN FROM PUBLICLY-TRADED SECURITY SALES PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
2,915,316.		2,260,478.					654,838.	
		GAIN ON KRAFT HEINZ MERGER PROPERTY TYPE: SECURITIES				P	VARIOUS	07/06/2015
11,880.							11,880.	
TOTAL GAIN(LOSS)							839,569.	

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

Schedule of Contributors

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

OMB No. 1545-0047
2015

Name of the organization	Employer identification number
W.R. WINSLOW RESIDUARY TRUST C/O WELLS FARGO BANK, NA, IFS FIDUCIARY TAX	52-6144289

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	Employer identification number
W.R. WINSLOW RESIDUARY TRUST C/O WELLS FARGO BANK, NA, IFS FIDUCIARY TAX	52-6144289

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	WINSLOW DEFD COMP PLAN IFS, 1 WEST 4TH ST, MAC D4000-041 WINSTON-SALEM, NC 27101	$ 114,998.	Person [X] Payroll [ ] Noncash [X] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization W.R. WINSLOW RESIDUARY TRUST
C/O WELLS FARGO BANK, NA, IFS FIDUCIARY TAX

Employer identification number 52-6144289

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	VARIOUS SECURITIES TRANSFERRED TO ACCOUNT. (SEE ATTACHED)	$ 107,278.	12/08/2015

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Date	Quantity	Description	Principal Cash	Income Cash	Cost Basis
Assets Received					
OTHER ASSETS RECEIVED					
12/08/15	192.256	RECEIVED 192.256 SHARES OF AMER CENT SMALL CAP GRWTH INST #336 SYMBOL: ANONX CUSIP. 025083320 VALUE: $2,560.85 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			$2,914 60
12/08/15	107.419	RECEIVED 107 419 SHARES OF AQR MANAGED FUTURES STR-I #15213 CUSIP: 00203H859 VALUE: $1,166.57 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,116 [illegible]
12/08/15	155.953	RECEIVED 155.953 SHARES OF ARTISAN INTERNATIONAL FD INS #662 SYMBOL: APHIX CUSIP: 04314H402 VALUE: $4,570 98 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			3,400 42
12/08/15	15.557	RECEIVED 15.557 SHARES OF ARTISAN INTERNATIONAL FD INS #662 SYMBOL: APHIX CUSIP. 04314H402 VALUE: $455.98 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			324 80

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
12/08/15	73.581	RECEIVED 73.581 SHARES OF ARTISAN MID CAP FUND-INS #1333 SYMBOL. APHMX CUSIP. 04314H600 VALUE: $3,180.91 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,921.[illegible]
12/08/15	1.970	RECEIVED 1.97 SHARES OF ARTISAN MID CAP FUND-INS #1333 SYMBOL: APHMX CUSIP: 04314H600 VALUE: $85.16 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			77.42
12/08/15	4.916	RECEIVED 4.916 SHARES OF ARTISAN MID CAP FUND-INS #1333 SYMBOL: APHMX CUSIP 04314H600 VALUE: $212.52 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			204.94
12/08/15	11.861	RECEIVED 11.861 SHARES OF ARTISAN MID CAP FUND-INS #1333 SYMBOL. APHMX CUSIP 04314H600 VALUE $512.75 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			605.04
12/08/15	4.889	RECEIVED 4.889 SHARES OF ARTISAN MID CAP FUND-INS #1333 SYMBOL: APHMX CUSIP: 04314H600 VALUE: $211.35 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			233.70
12/10/15	167.034	RECEIVED 167.034 SHARES OF ASG GLOBAL ALTERNATIVES-Y #1993 CUSIP: 63872T885 VALUE: $1,770.56 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,920.89

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
12/10/15	12.929	RECEIVED 12 929 SHARES OF ASG GLOBAL ALTERNATIVES-Y #1993 CUSIP: 63872T885 VALUE: $137.05 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			141.83
12/08/15	281.000	RECEIVED 281 SHARES OF BLACKROCK GL L/S CREDIT-INS #1833 CUSIP. 091936732 VALUE: $2,919 59 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,922 40
12/11/15	13 829	RECEIVED 13.829 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL. CRSOX CUSIP. 22544R305 VALUE: $62.92 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			118 79
12/11/15	32.228	RECEIVED 32.228 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL: CRSOX CUSIP. 22544R305 VALUE: $146 64 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			271 63
12/11/15	42.320	RECEIVED 42.32 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL: CRSOX CUSIP: 22544R305 VALUE: $192.56 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			333 48
12/11/15	112.759	RECEIVED 112.759 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL: CRSOX CUSIP: 22544R305 VALUE: $513 05 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			828.78

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/11/15	115.517	RECEIVED 115.517 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL CRSOX CUSIP: 22544R305 VALUE $525 60 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			832.88
12/11/15	118.392	RECEIVED 118.392 SHARES OF CREDIT SUISSE COMM RET ST-I #2156 SYMBOL: CRSOX CUSIP: 22544R305 VALUE. $538.68 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			689.04
12/11/15	386 675	RECEIVED 386 675 SHARES OF DODGE & COX INCOME FD COM #147 CUSIP: 256210105 VALUE: $5,208.51 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			4,473.83
12/11/15	75 000	RECEIVED 75 SHARES OF DODGE & COX INCOME FD COM #147 CUSIP: 256210105 VALUE: $1,010.25 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,013.25
12/11/15	2.531	RECEIVED 2.531 SHARES OF DODGE & COX INCOME FD COM #147 CUSIP: 256210105 VALUE: $34.09 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			34.88
12/11/15	41 866	RECEIVED 41 866 SHARES OF DODGE & COX INCOME FD COM #147 CUSIP: 256210105 VALUE. $563 94 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			581.94

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
12/11/15	240 646	RECEIVED 240.646 SHARES OF DODGE & COX INCOME FD COM #147 CUSIP. 256210105 VALUE: $3,241 50 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			3,280 01
12/11/15	113.000	RECEIVED 113 SHARES OF DODGE & COX INT'L STOCK FD #1048 SYMBOL: DODFX CUSIP· 256206103 VALUE: $4,252.19 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			4,016.02
12/11/15	10.160	RECEIVED 10 16 SHARES OF DODGE & COX INT'L STOCK FD #1048 SYMBOL: DODFX CUSIP· 256206103 VALUE: $382.32 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			311.90
12/11/15	0 347	RECEIVED 0.347 SHARES OF DODGE & COX INT'L STOCK FD #1048 SYMBOL. DODFX CUSIP 256206103 VALUE: $13 06 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			14 82
12/11/15	28 382	RECEIVED 28.382 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP: 261980494 VALUE: $297 44 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			407 85
12/11/15	10.882	RECEIVED 10.882 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP: 261980494 VALUE: $114 04 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			152.79

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/11/15	23.192	RECEIVED 23.192 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP. 261980494 VALUE: $243 05 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			332 81
12/11/15	94.287	RECEIVED 94.287 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP· 261980494 VALUE. $988 13 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,320 96
12/11/15	18.267	RECEIVED 18 267 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP 261980494 VALUE· $191.44 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			245.60
12/11/15	30.652	RECEIVED 30.652 SHARES OF DREYFUS EMG MKT DEBT LOC C-I #6083 CUSIP: 261980494 VALUE: $321.23 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			381.92
12/11/15	127.139	RECEIVED 127.139 SHARES OF EATON VANCE GLOBAL MACRO - I #0088 CUSIP· 277923728 VALUE: $1,167.14 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,164 59
12/11/15	128.335	RECEIVED 128.335 SHARES OF FID ADV EMER MKTS INC- CL I #607 CUSIP· 315920702 VALUE. $1,637.55 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,742.79

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/11/15	7.933	RECEIVED 7.933 SHARES OF FID ADV EMER MKTS INC- CL I #607 CUSIP. 315920702 VALUE: $101.23 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			103.92
12/11/15	49.112	RECEIVED 49 112 SHARES OF FID ADV EMER MKTS INC- CL I #607 CUSIP. 315920702 VALUE: $626 67 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			641 90
12/11/15	126 669	RECEIVED 126.669 SHARES OF HARBOR CAPITAL APRCTION-INST #2012 SYMBOL: HACAX CUSIP. 411511504 VALUE: $8,298 09 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			4,638 62
12/11/15	8.697	RECEIVED 8 697 SHARES OF HARBOR CAPITAL APRCTION-INST #2012 SYMBOL: HACAX CUSIP: 411511504 VALUE: $569.74 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			523 62
12/11/15	15.827	RECEIVED 15.827 SHARES OF HARBOR CAPITAL APRCTION-INST #2012 SYMBOL: HACAX CUSIP: 411511504 VALUE: $1,036.83 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			963.87
12/11/15	7 749	RECEIVED 7.749 SHARES OF HARBOR CAPITAL APRCTION-INST #2012 SYMBOL: HACAX CUSIP: 411511504 VALUE: $507 64 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			456.72

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/11/15	22.419	RECEIVED 22.419 SHARES OF HARBOR CAPITAL APRCTION-INST #2012 SYMBOL: HACAX CUSIP: 411511504 VALUE: $1,468.67 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,4[illegible].85
12/11/15	73.292	RECEIVED 73.292 SHARES OF JP MORGAN MID CAP VALUE-I #758 SYMBOL: FLMVX CUSIP: 339128100 VALUE: $2,655.37 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,706.44
12/11/15	17.725	RECEIVED 17.725 SHARES OF JP MORGAN MID CAP VALUE-I #758 SYMBOL: FLMVX CUSIP: 339128100 VALUE: $642.18 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			390.83
12/11/15	18.879	RECEIVED 18.879 SHARES OF JP MORGAN MID CAP VALUE-I #758 SYMBOL: FLMVX CUSIP: 339128100 VALUE: $683.99 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			681.34
12/11/15	14.751	RECEIVED 14.751 SHARES OF JP MORGAN MID CAP VALUE-I #758 SYMBOL: FLMVX CUSIP: 339128100 VALUE: $534.43 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			559.05
12/11/15	12.117	RECEIVED 12.117 SHARES OF JP MORGAN MID CAP VALUE-I #758 SYMBOL: FLMVX CUSIP: 339128100 VALUE: $439.00 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			459.72

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

Date	Quantity	Description	Principal Cash	Income Cash	Cost Basis
12/11/15	47.671	RECEIVED 47.671 SHARES OF JPMORGAN HIGH YIELD FUND SS #3580 CUSIP: 4812C0803 VALUE: $330 84 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			384.71
12/11/15	288 964	RECEIVED 288.964 SHARES OF JPMORGAN HIGH YIELD FUND SS #3580 CUSIP: 4812C0803 VALUE: $2,005 41 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,193.24
12/08/15	20.657	RECEIVED 20.657 SHARES OF MERGER FUND-INST #301 CUSIP· 589509207 VALUE: $318.74 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			330.31
12/08/15	41 971	RECEIVED 41.971 SHARES OF MERGER FUND-INST #301 CUSIP: 589509207 VALUE: $647.61 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			660 65
12/08/15	633.400	RECEIVED 633 4 SHARES OF MET WEST TOTAL RETURN BOND CL I #512 CUSIP. 592905509 VALUE: $6,834 39 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			6,986.40
12/08/15	45.167	RECEIVED 45.167 SHARES OF MET WEST TOTAL RETURN BOND CL I #512 CUSIP: 592905509 VALUE: $487.35 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			486 00

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Date	Quantity	Description	Principal Cash	Income Cash	Cost Basis
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/08/15	258.522	RECEIVED 258.522 SHARES OF MET WEST TOTAL RETURN BOND CL I #512 CUSIP: 592905509 VALUE. $2,789 45 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,799 79
12/11/15	131.059	RECEIVED 131 059 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP. 552983694 VALUE: $4,347.23 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			3,119 20
12/11/15	29 975	RECEIVED 29 975 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP. 552983694 VALUE: $994.27 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			721 81
12/11/15	47.301	RECEIVED 47.301 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP. 552983694 VALUE: $1,568 97 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,655.52
12/11/15	27.153	RECEIVED 27.153 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP 552983694 VALUE: $900 67 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			924 84
12/11/15	31.647	RECEIVED 31.647 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP: 552983694 VALUE: $1,049.73 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1 089 92

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/11/15	30.408	RECEIVED 30.408 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL: MEIIX CUSIP: 552983694 VALUE: $1,008.63 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,088.92
12/11/15	40.151	RECEIVED 40.151 SHARES OF MFS VALUE FUND-CLASS I #893 SYMBOL. MEIIX CUSIP. 552983694 VALUE: $1,331.81 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,357.51
12/08/15	330.425	RECEIVED 330.425 SHARES OF NEUBERGER BERMAN LONG SH-INS #1830 CUSIP. 64128R608 VALUE: $4,143.53 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			4,272.39
12/08/15	46.941	RECEIVED 46.941 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP. 683974604 VALUE: $1,432.64 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,629.49
12/08/15	19.085	RECEIVED 19.085 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP: 683974604 VALUE: $582.47 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			604.60
12/08/15	7.950	RECEIVED 7.95 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP: 683974604 VALUE: $242.63 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			256.83

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/08/15	18.086	RECEIVED 18.086 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP. 683974604 VALUE: $551.98 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			647.04
12/08/15	58.094	RECEIVED 58.094 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP: 683974604 VALUE: $1,773.03 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,101.59
12/08/15	2.898	RECEIVED 2.898 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP: 683974604 VALUE: $88.45 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			100.00
12/08/15	15.409	RECEIVED 15.409 SHARES OF OPPENHEIMER DEVELOPING MKT-I #799 SYMBOL: ODVIX CUSIP 683974604 VALUE: $470.28 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			529.14
12/08/15	59.000	RECEIVED 59 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP: 78463X863 VALUE: $2,357.64 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,371.49
12/08/15	20.000	RECEIVED 20 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP. 78463X863 VALUE: $799.20 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			786.62

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
12/08/15	5.000	RECEIVED 5 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP. 78463X863 VALUE: $199 80 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			202 92
12/08/15	6 000	RECEIVED 6 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP: 78463X863 VALUE: $239.76 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			244.36
12/08/15	6.000	RECEIVED 6 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP: 78463X863 VALUE. $239 76 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			245 01
12/08/15	17.000	RECEIVED 17 SHARES OF SPDR DJ WILSHIRE INTERNATIONAL REAL CUSIP: 78463X863 VALUE: $679.32 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			725.48
12/08/15	29.612	RECEIVED 29.612 SHARES OF STERLING CAPITAL STRATTON SMALL CAP SYMBOL: STSCX CUSIP. 85917K546 VALUE: $2,170 86 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,314 50
12/08/15	1.952	RECEIVED 1.952 SHARES OF STERLING CAPITAL STRATTON SMALL CAP SYMBOL: STSCX CUSIP: 85917K546 VALUE: $143 10 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			141.10

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

Assets Received *(continued)*

OTHER ASSETS RECEIVED *(continued)*

Date	Quantity	Description	Principal Cash	Income Cash	Cost Basis
12/08/15	7.127	RECEIVED 7.127 SHARES OF STERLING CAPITAL STRATTON SMALL CAP SYMBOL. STSCX CUSIP: 85917K546 VALUE: $522.48 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			532.28
12/08/15	33.889	RECEIVED 33 889 SHARES OF T ROWE PRICE INST FLOAT RATE #170 CUSIP· 77958B402 VALUE. $333.47 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			349 73
12/08/15	60.059	RECEIVED 60.059 SHARES OF T ROWE PRICE INST FLOAT RATE #170 CUSIP: 77958B402 VALUE: $590 98 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			615 60
12/11/15	179.000	RECEIVED 179 SHARES OF T ROWE PRICE SHORT TERM BD FD #55 CUSIP: 77957P105 VALUE. $844 88 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			857 41
12/11/15	116.257	RECEIVED 116 257 SHARES OF T ROWE PRICE SHORT TERM BD FD #55 CUSIP· 77957P105 VALUE· $548 73 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			556 87
12/11/15	420 000	RECEIVED 420 SHARES OF T ROWE PRICE SHORT TERM BD FD #55 CUSIP: 77957P105 VALUE· $1,982.40 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			1,995 00

W.R. WINSLOW RESIDUARY TRUST
EIN: 52-6144289
SCHEDULE B, PART II
NON-CASH CONTRIBUTION RECEIVED
December 31, 2015

DATE	QUANTITY	DESCRIPTION	PRINCIPAL CASH	INCOME CASH	COST BASIS
Assets Received *(continued)*					
OTHER ASSETS RECEIVED *(continued)*					
12/08/15	48.000	RECEIVED 48 SHARES OF VANGUARD REIT VIPER CUSIP: 922908553 VALUE: $3,785 76 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			2,390 41
12/08/15	12.000	RECEIVED 12 SHARES OF VANGUARD REIT VIPER CUSIP: 922908553 VALUE: $946.44 RECEIVED FROM WINSLOW, WR DEFERRED COMP TR 2 TUA			943.47
Total Other Assets Received		**Value: $107,278.13**	**$0.00**	**$0.00**	**$101,076.90**
Total Assets Received		**Value: $107,278.13**	**$0.00**	**$0.00**	**$101,076.90**

Name of organization W.R. WINSLOW RESIDUARY TRUST
C/O WELLS FARGO BANK, NA, IFS FIDUCIARY TAX

Employer identification number
52-6144289

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.) ▶ $ ______
Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C		102.	102.
	TOTAL	102.	102.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT A/C	448,242.	448,242.
TOTAL	448,242.	448,242.

RENT AND ROYALTY INCOME

Taxpayer's Name	Identifying Number
W.R. WINSLOW RESIDUARY TRUST	52-6144289

DESCRIPTION OF PROPERTY
5608 CONNECTICUT AVE, NW, WASHINGTON, DC

[ ] Yes [ ] No Did you actively participate in the operation of the activity during the tax year?

TYPE OF PROPERTY: REAL RENTAL INCOME			
OTHER INCOME: GROSS RENTS		133,922.	
TOTAL GROSS INCOME			133,922.
OTHER EXPENSES: SEE ATTACHMENT			
DEPRECIATION (SHOWN BELOW)	449.		
LESS: Beneficiary's Portion			
AMORTIZATION			
LESS: Beneficiary's Portion			
DEPLETION			
LESS: Beneficiary's Portion			
TOTAL EXPENSES			31,606.
TOTAL RENT OR ROYALTY INCOME (LOSS)			102,316.
Less Amount to			
Rent or Royalty			
Depreciation			
Depletion			
Investment Interest Expense			
Other Expenses			
Net Income (Loss) to Others			
Net Rent or Royalty Income (Loss)			102,316.
Deductible Rental Loss (if Applicable)			

SCHEDULE FOR DEPRECIATION CLAIMED

(a) Description of property	(b) Cost or unadjusted basis	(c) Date acquired	(d) ACRS des.	(e) Bus %	(f) Basis for depreciation	(g) Depreciation in prior years	(h) Method	(i) Life or rate	(j) Depreciation for this year
SEE ATTACHMENT									
Totals									

SA
5E7000 1 000

SUPPLEMENT TO RENT AND ROYALTY SCHEDULE

OTHER INCOME

GROSS RENTS	133,922.
	133,922.

OTHER DEDUCTIONS

INSURANCE	768.
LEGAL AND OTHER PROFESSIONAL FEES	2,280.
TAXES	20,483.
INTEREST ON REFUNDED SECURITY DEPOSIT	7,626.
	31,157.

RENT AND ROYALTY SUMMARY

PROPERTY	TOTAL INCOME	DEPLETION/ DEPRECIATION	OTHER EXPENSES	ALLOWABLE NET INCOME
5608 CONNECTICUT AVE	133,922.	449.	31,157.	102,316.
TOTALS	133,922.	449.	31,157.	102,316.

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSSELL EVANS & THOMPSON	10,365.			10,365.
TOTALS	10,365.			10,365.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST ON SECURITY DEPOSIT REFUNDED - RENTAL	7,626.	7,626.
TOTALS	7,626.	7,626.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	7,928.	7,928.
FEDERAL EXCISE TAX	33,268.	
TOTALS	41,196.	7,928.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ADMIN EXPENSES	832.	499.	333.
RENT EXPENSES	23,531.	23,531.	
TOTALS	24,363.	24,030.	333.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED ASSET DETAIL SCHEDULE	3,175,089.	5,268,439.
TOTALS	3,175,089.	5,268,439.

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Equities				
CONSUMER DISCRETIONARY				
COMCAST CORP CLASS A SYMBOL: CMCSA CUSIP: 20030N101	3,340.000	$56.430	$188,476.20	$82,937.54
HOME DEPOT INC SYMBOL: HD CUSIP: 437076102	740.000	132.250	97,865.00	18,744.20
JOHNSON CONTROLS INC SYMBOL: JCI CUSIP: 478366107	3,720.000	39.490	146,902.80	116,238.10
MCDONALDS CORP SYMBOL: MCD CUSIP: 580135101	745.000	118.140	88,014.30	46,923.72
TARGET CORP SYMBOL: TGT CUSIP: 87612E106	1,275.000	72.610	92,577.75	69,710.89
WALT DISNEY CO SYMBOL: DIS CUSIP: 254687106	2,710.000	105.080	284,766.80	135,866.93
Total Consumer Discretionary			**$898,602.85**	**$470,421.38**
CONSUMER STAPLES				
CVS HEALTH CORPORATION SYMBOL: CVS CUSIP: 126650100	560.000	$97.770	$54,751.20	$25,916.74
MONDELEZ INTERNATIONAL INC SYMBOL: MDLZ CUSIP: 609207105	1,300.000	44.840	58,292.00	22,302.43
PROCTER & GAMBLE CO SYMBOL: PG CUSIP: 742718109	1,207.000	79.410	95,847.87	51,087.92
Total Consumer Staples			**$208,891.07**	**$99,307.09**
ENERGY				
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102	1,070.000	$77.950	$83,406.50	$43,555.69
Total Energy			**$83,406.50**	**$43,555.69**

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Equities *(continued)*				
FINANCIALS				
AFFILIATED MANAGERS GROUP, INC COM SYMBOL. AMG CUSIP: 008252108	760.000	$159.760	$121,417.60	$88,625.50
AMERIPRISE FINL INC SYMBOL: AMP CUSIP: 03076C106	740.000	106.420	78,750.80	93,762.07
BERKSHIRE HATHAWAY INC. SYMBOL: BRK.B CUSIP: 084670702	1,650.000	132.040	217,866.00	139,465.43
CME GROUP INCE SYMBOL: CME CUSIP: 12572Q105	1,815.000	90.600	164,439.00	98,754.52
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100	1,440.000	66.030	95,083.20	61,646.11
PNC FINANCIAL SERVICES GROUP SYMBOL: PNC CUSIP. 693475105	1,355.000	95.310	129,145.05	128,727.7[illegible]
Total Financials			**$806,701.65**	**$610,981.34**
HEALTH CARE				
GILEAD SCIENCES INC SYMBOL: GILD CUSIP: 375558103	1,800.000	$101.190	$182,142.00	$36,724.14
JOHNSON & JOHNSON SYMBOL: JNJ CUSIP: 478160104	1,345.000	102.720	138,158.40	32,972.67
MCKESSON CORP SYMBOL: MCK CUSIP. 58155Q103	933.000	197.230	184,015.59	58,551.44
THERMO FISHER SCIENTIFIC INC SYMBOL. TMO CUSIP: 883556102	1,435.000	141.850	203,554.75	107,253.19
UNITEDHEALTH GROUP INC SYMBOL. UNH CUSIP: 91324P102	1,641.000	117.640	193,047.24	61,324.17
Total Health Care			**$900,917.98**	**$296,825.61**

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Equities *(continued)*				
INDUSTRIALS				
BOEING CO SYMBOL: BA CUSIP: 097023105	395.000	$144.590	$57,113.05	$60,406.20
GENERAL ELECTRIC CO SYMBOL: GE CUSIP: 369604103	4,160.000	31.150	129,584.00	65,561.18
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108	2,580.000	78.200	201,756.00	153,337.02
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109	1,105.000	96.070	106,157.35	31,326.75
3M CO COM SYMBOL: MMM CUSIP: 88579Y101	600.000	150.640	90,384.00	53,699.94
Total Industrials			**$584,994.40**	**$364,331.09**
INFORMATION TECHNOLOGY				
ALPHABET INC CL A SYMBOL: GOOGL CUSIP: 02079K305	70.000	$778.010	$54,460.70	$24,095.04
ALPHABET INC CL C SYMBOL: GOOG CUSIP: 02079K107	154.000	758.880	116,867.52	83,369.22
APPLE INC SYMBOL: AAPL CUSIP: 037833100	3,219.000	105.260	338,831.94	224,725.74
CISCO SYSTEMS INC SYMBOL: CSCO CUSIP: 17275R102	6,495.000	27.155	176,371.73	174,169.56
MICROSOFT CORP SYMBOL: MSFT CUSIP: 594918104	3,870.000	55.480	214,707.60	63,554.61
ORACLE CORPORATION SYMBOL: ORCL CUSIP: 68389X105	2,615.000	36.530	95,525.95	75,259.18
Total Information Technology			**$996,765.44**	**$645,173.35**

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Equities *(continued)*				
MATERIALS				
ECOLAB INC SYMBOL: ECL CUSIP. 278865100	1,345.000	$114 380	$153,841.10	$75,789.40
Total Materials			**$153,841.10**	**$75,789.40**
INTERNATIONAL EQUITIES				
ANHEUSER-BUSCH INBEV SPN CUSIP: 03524A108	1,290 000	$125 000	$161,250 00	$77,029 12
DIAGEO PLC ADR SPONSORED ADR CUSIP: 25243Q205	900 000	109 070	98,163 00	102,744 00
EATON CORP PLC CUSIP G29183103	1,235 000	52 040	64,269 40	68,632.21
NESTLE S A REGISTERED SHARES - ADR SPONSORED ADR CUSIP: 641069406	610 000	74 420	45,396 20	42,700 00
SCHLUMBERGER LTD CUSIP: 806857108	1,600.000	69 750	111,600 00	118,833 60
SUNCOR ENERGY INC NEW F CUSIP: 867224107	5,955 000	25 800	153,639 00	158 762 12
Total International Equities			**$634,317.60**	**$571,418.05**
Adjustment for FMV of Donated Assets			-	$ 2.55
Total Equities			**$5,268,438.59**	**$3,175,088.55**

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
200,000 GNMA POOL #332494 7.5% 01/15/2023	460.	464.
TOTALS	460.	464.

INVESTMENTS - LAND, BUILDINGS, EQUIPMENT

ATTACHMENT 9

		FIXED ASSET DETAIL				ACCUMULATED DEPRECIATION DETAIL			
ASSET DESCRIPTION	METHOD/ CLASS	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE
ORIGINAL COST	L	109,342.			109,342.				
CAPITAL IMPROV.	M39	5,841.			5,841.	2,894.	150.		3,044.
CAPITAL IMPROV.	M39	11,680.			11,680.	5,718.	299.		6,017.
TOTALS		126,863.			126,863.	8,612.			9,061.

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MUTUAL FUND INVESTMENTS - SEE ATTACHED ASSET DETAIL SCHEDULE	11,678,584.	11,095,849.
TOTALS	11,678,584.	11,095,849.

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Fixed Income				
DOMESTIC MUTUAL FUNDS				
ABERDEEN GLOBAL HIGH INCOME FUND #5497 SYMBOL: JHYIX CUSIP: 04315J860	8,077 210	$7 910	$63,894 85	74,424.48
DODGE & COX INCOME FD COM #147 SYMBOL: DODIX CUSIP: 256210105	746 718	13 290	9,923 88	9,383.91
JPMORGAN HIGH YIELD FUND SELECT SHARES #3580 SYMBOL: OHYFX CUSIP: 4812C0803	336 635	6 840	2,302.58	2,577.95
LOOMIS SAYLES BOND FUND INSTITUTIONAL SHARES #1162 SYMBOL: LSBDX CUSIP: 543495840	37,394 852	12 880	481,645 69	575,000 00
MAINSTAY CONVERTIBLE FUND CLASS I #2584 SYMBOL: MCNVX CUSIP: 56063N600	29,103 609	15 130	440,337 60	500,000 00
METROPOLITAN WEST TOTAL RETURN BOND FUND CLASS I #512 SYMBOL: MWTIX CUSIP: 592905509	937 089	10 620	9,951 89	10,272.19
PIMCO HIGH YIELD FUND INSTITUTIONAL SHARES #108 SYMBOL: PHIYX CUSIP: 693390841	89,828 347	8 260	741,992.15	691,779 42
T ROWE PRICE INSTITUTIONAL FLOAT RATE FUND #170 SYMBOL: RPIFX CUSIP: 77958B402	93 944	9 750	915 99	965 33
T ROWE PRICE SHORT TERM BOND FUND #55 SYMBOL: PRWBX CUSIP: 77957P105	715 257	4 710	3,368 86	3,409 28
VANGUARD SHORT TERM BOND ETF SYMBOL: BSV CUSIP: 921937827	11,237 000	79 570	894,128 09	871,015 59
WESTERN ASSET CORE BOND FUND INSTITUTIONAL SHARES #227 SYMBOL: WATFX CUSIP: 957663305	43,774 676	12.130	530 986 82	535,000 00
Total Domestic Mutual Funds			**$3,179,438.40**	**3,473,828.25**

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS
Fixed Income *(continued)*				
INTERNATIONAL MUTUAL FUNDS				
DREYFUS EMERGING MARKETS DEBT LOCAL CURRENCY FUND CLASS I #6083 SYMBOL: DDBIX CUSIP: 261980494	205.662	$10.430	$2,145.05	$2,842.93
FIDELITY ADVISORS EMERGING MARKETS INCOME FUND CLASS I SYMBOL: FMKIX CUSIP: 315920702	185.380	12.520	2,320.96	2,488.61
PIMCO EMERGING LOCAL BOND FUND INST #332 SYMBOL: PELBX CUSIP: 72201F516	27,397.260	6.640	181,917.8[illegible]	294,692.58
PIMCO EMERGING MARKETS BOND FUND-INSTL #137 SYMBOL: PEBIX CUSIP: 693391559	40,626.039	9.310	378,228.42	343,436.44
PIMCO FOREIGN BOND FUND USD HEDGED INSTL #103 SYMBOL: PFORX CUSIP: 693390882	29,483.388	9.910	292,180.38	299,843.12
Total International Mutual Funds			**$856,792.62**	**$943,303.68**
Total Fixed Income Mutual Funds			**$4,036,231.02**	**$4,417,131.93**

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
DOMESTIC MUTUAL FUNDS				
AMERICAN CENTURY SMALL CAP GROWTH FUND INSTITUTIONAL CLASS #336 SYMBOL: ANONX CUSIP. 025083320	192.256	$13.040	$2,507.02	$2,914.50
ARTISAN MID CAP FUND CLASS INS #1333 SYMBOL: APHMX CUSIP: 04314H600	97.217	42 620	4,143 39	4,042 25
ARTISAN SMALL CAP FUND CLASS INS SYMBOL: APHSX CUSIP: 04314H758	6,101.428	27.010	164,799 57	140,000 00
HARBOR CAPITAL APPRECIATION FUND CLASS INST #2012 SYMBOL: HACAX CUSIP: 411511504	181 361	60 810	11,029.56	7,964 58

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS
DOMESTIC MUTUAL FUNDS *(continued)*				
ISHARES RUSSELL MID-CAP GROWTH SYMBOL: IWP CUSIP: 464287481	6,923 000	91.920	636,362.16	351,488.42
ISHARES RUSSELL MID-CAP VALUE SYMBOL: IWS CUSIP: 464287473	9,070 000	68 660	622,746.20	360,305 61
ISHARES RUSSELL 2000 ETF SYMBOL: IWM CUSIP: 464287655	4,381 000	112 620	493,388.22	401,431 03
IF MORGAN MID CAP VALUE FUND-CLASS I #758 SYMBOL: FLMVX CUSIP: 339128100	136 764	33 970	4,645 87	3,799 38
KEELEY SMALL CAP VALUE FUND CLASS I #2251 SYMBOL: KSCIX CUSIP: 487300808	4,394 225	29 910	131,431 27	140,000 00
MFS VALUE FUND CLASS I SYMBOL MEIIX CUSIP: 552983694	337 694	32 960	11,130 39	9,957.72
STERLING CAPITAL STRATTON SMALL CAP VALUE FUND CLASS I #328 SYMBOL STSCX CUSIP 85917K546	38 691	69 890	2,704 11	2,987.88
Total Domestic Mutual Funds (Equities)			**$2,084,886.76**	**$1,424,911.58**
INTERNATIONAL MUTUAL FUND (Equities)				
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND #5840 SYMBOL: ABEMX CUSIP: 003021714	43,950 413	$11 360	$499,276 69	$673,137 08
ARTISAN INTERNATIONAL FUND INSTITUTIONAL CLASS INS #662 SYMBOL: APHIX CUSIP: 04314H402	[illegible]	26 850	4,949 06	3,725 22
DELAWARE POOLED TR INTL EQUITY PORTFOLIO #31 SYMBOL: DPIEX CUSIP: 246248306	56 [illegible] 869	13 130	735,330 80	792,813 86
DODGE & COX INTERNATIONAL STOCK FUND #1048 SYMBOL: DODFX CUSIP: 256206103	123 507	36 480	4,505 54	4,342 74

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS
INTERNATIONAL MUTUAL FUND (Equities)				
OAKMARK FUNDS- THE OAKMARK INTERNATIONAL FUND #109 SYMBOL: OAKIX CUSIP: 413838202	30,959 752	21 360	661,300.30	800,000.00
OPPENHEIMER DEVELOPING MARKETS FUND CLASS I #799 SYMBOL: ODVIX CUSIP 683974604	18,024 726	29 980	540,381 29	538,052 65
TEMPLETON EMERGING MARKETS SMALL CAP FUND CLASS ADV #626 SYMBOL: TEMZX CUSIP: 88019R690	24,685.233	11 430	282,152.21	315,000 00
Total International Mutual Funds (Equities)			**$2,727,894.89**	**$3,227,071.55**

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/15	COST BASIS
OTHER FUNDS				
AQR MANAGED FUTURES STRATEGY FUND CLASS I #15213 SYMBOL: AQMIX CUSIP: 00203H859	8,9[illegible]7 992	$10 180	$90,785 16	$101,116 08
ASG GLOBAL ALTERNATIVES FUND CLASS Y #1993 SYMBOL: GAFYX CUSIP: 63872T885	9,622 834	10 640	102,386 95	102,062 72
BLACKROCK GLOBAL LONG/SHORT CREDIT FUND CLASS INS #1833 SYMBOL: BGCIX CUSIP: 091936732	[illegible]	9 770	2,745 37	2,922 40
BOSTON PARTNERS LONG/SHORT RESEARCH FUND CLASS INS SYMBOL BPIRX CUSIP: 74925K581	13,869 626	14 910	206,796.12	200,000 00

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
OTHER FUNDS *(continued)*				
DRIEHAUS ACTIVE INCOME FUND SYMBOL: LCMAX CUSIP. 262028855	18,501.388	9.950	184,088.81	200,000.00
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN FUND CLASS I #0088 SYMBOL: EIGMX CUSIP 277923728	127.139	9.050	1,150.61	1,164.59
NEUBERGER BERMAN LONG SHORT FUND CLASS INS #1830 SYMBOL: NLSIX CUSIP: 64128R608	330.425	12.463	4,117.10	4,272.39
THE MERGER FUND CLASS INST #301 SYMBOL: MERIX CUSIP 589509207	62.628	15.250	955.08	990.97
Total Other Funds			$593,025.20	$612,529.15

W R R WINSLOW TUW
EIN: 52-6144289
ASSET DETAIL SCHEDULE
December 31, 2015

ASSET DETAIL

Asset Description	Quantity	Price	Market Value as of 12/31/15	Cost Basis
Real Assets				
REAL ASSET FUNDS				
CREDIT SUISSE COMMODITY RETURN STRATEGY FUND CLASS-I #2156 SYMBOL: CRSOX CUSIP. 22544R305	435.045	54 510	$1,952 05	$3,074 65
PIMCO COMMODITY REAL RETURN STRATEGY FUND-CLASS I #45 SYMBOL: PCRIX CUSIP. 722005667	83,945 721	6.310	529,697.50	',.03,726 51
SPDR DJ WILSHIRE INTERNATIONAL REAL ESTATE ETF SYMBOL: RWX CUSIP: 78463X863	1 3 000	39 120	4,420 56	4,575 68
VANGUARD REIT VIPER SYMBOL: VNQ CUSIP. 922908553	60 000	79 730	4,783 80	3,313.77
VOYA INTERNATIONAL REAL ESTATE FUND CLASS I #2664 SYMBOL. IIRIX CUSIP- 92914A810	40,758 251	8.400	342,369 3	352,510 43
VOYA REAL ESTATE FUND CLASS #2190 SYMBOL: CRARX CUSIP- 92913K595	37,8 0510	20 380	770,578.19	523,539.68
Total Real Asset Funds			**$ 1,653,811.41**	**$ 1,990,740.92**
Adjustment for FMV of Donated Assets			**-**	**$ 6,198.68**
Total Mutual Funds			**$11,095,849.28**	**$11,678,583.81**

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DUE FROM BROKER, DIV INT	18,721.	18,721.
DUE FROM BROKER UNSETTLED SALE	8.	8.
TOTALS	18,729.	18,729.

FORM 990PF, PART VII-A, LINE 3 - CONFORMED COPY OF THE CHANGES

SEE ATTACHED CONSENT DECREE TO MODIFY TRUST ATTACHED.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 13

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
WELLS FARGO BANK, NA 1 WEST 4TH ST, MAC D4000-041 WINSTON-SALEM,, 27101	TRUSTEE 40.00	535,715.	0.	0.
	GRAND TOTALS	535,715.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGETOWN UNIVERSITY SCHOOL OF MEDECINE 2115 WISCONSIN AVE, NW, STE 500 ATTN: STEPHEN P. LINK WASHINGTON, DC 20007	NONE PC	MEDICAL SCHOLARSHIPS	51,250.
JOHNS HOPKINS AT KESWICK 3910 KESWICK AVENUE NORTH BLDG TREASURY OPERATIONS 5TH FLOOR BALTIMORE, MD 21211	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	51,250.
UNIVERSITY SYSTEM OF MARYLAND OFF FBO UNIVERSITY OF MARYLAND 3300 METZEROTT ROAD ADELPHIA, MD 20783	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	51,250.
NORTH CAROLINA STATE UNIVERSITY ATTN CHERYL A SMITH CPA CAMPUS BOX 7501 RALEIGH, NC 27695	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	68,333.
VIRGINIA TECH FOUNDATION, INC 902 PRICES FORK ROAD, STE 145 ATTN: KAREN BLANK BLACKSBURG, VA 24061	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	68,333.
UNIVERSITY SYSTEM OF MARYLAND OFF FBO UNIVERSITY OF MARYLAND 3300 METZEROTT ROAD ADELPHIA, MD 20783	NONE PC	AGRICULTURAL & VETERINARIAN SCHOLARSHIPS	68,333.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S NATIONAL MEDICAL CENTER ATTN RITA S CORWIN 111 MICHIGAN AVE NW WASHINGTON, DC 20010	NONE PC	GENERAL PURPOSES	136,667.
LITTLE SISTERS OF THE POOR SR MARY MICHAEL NICKLES 4200 HAREWOOD RD NE WASHINGTON, DC 20017	NONE PC	CARE OF SICK & POOR PEOPLE IN WASH, DC.	68,333.
LITTLE SISTERS OF THE POOR ATTN SR ROSEMARY RESE 601 MAIDEN CHOICE LN BALTIMORE, MD 21228	NONE PC	GENERAL PURPOSES	68,333.
SALVATION ARMY TRUST 2626 PENNSYLVANIA AVE., NW WASHINGTON, DC 20037	NONE PC	GENERAL PURPOSES IN DC AND MD.	45,556.
METHODIST HOME OF THE DISTRICT OF COLUMBIA ATTN SANDY DOUGLAS 4901 CONNECTICUT AVE NW WASHINGTON, DC 20008	NONE PC	GENERAL PURPOSES	45,556.
FLORENCE CRITTENTON SERVICES OF GREATER WASH. 815 SILVER SPRING AVENUE SILVER SPRING, MD 20910	NONE PC	GENERAL PURPOSES	45,556.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GEORGE WASHINGTON UNIVERSITY OFFICE OF PLANNED GIVING 2033 K ST, NW, SUITE 300 WASHINGTON, DC 20037	NONE PC	MEDICAL SCHOOL SCHOLARSHIPS	51,250.
CAROLINA ADVENTIST RETIREMENT SYSTEMS INC 95 HOLCOMBE COVE ROAD CHANDLER, NC 28715	NONE PC	FOR W. R. WINSLOW MEMORIAL HOME, INC.	180,000.
		TOTAL CONTRIBUTIONS PAID	1,000,000.

IN THE MATTER OF THE	*	**IN THE CIRCUIT**
TRUST CREATED UNDER THE	*	**COURT FOR MONTGOMERY**
LAST WILL AND TESTAMENT	*	**COUNTY MARYLAND**
AND CODICIL OF W. R. WINSLOW	*	**CASE NO.** V 402236

* * * * * * * * * * * *

CONSENT DECREE TO MODIFY TRUST

This day came the Petitioner Wells Fargo Bank, N.A., ("Wells Fargo") as trustee of the trust created under the Will and Codicil of W. R. Winslow (the "Trust"), and upon its Verified Petition and Exhibits to this Court asking this Court to approve and ratify Wells Fargo's past compensation as trustee as reasonable and appropriate and modify the terms of the Trust in the manner requested in the Verified Petition.

UPON CONSIDERATION WHEREOF, the Court finds that: (a) all necessary parties are before the Court and have endorsed this Final Decree; (b) this Court has the authority to grant the relief requested in the Verified Petition due to circumstances not anticipated by the settlor in order to further the purposes of the Trust; and (c) good cause exists to modify the terms of the Trust in the manner described in the Verified Petition.

It is therefore, ADJUDGED, ORDERED and DECREED, as follows:

1. The Court approves Wells Fargo's past compensation as Trustee based on its published fee schedule in effect at the time services were rendered as reasonable and appropriate.

2. The terms of the Trust are modified to permit Wells Fargo to receive reasonable compensation as set forth in Wells Fargo's published fee schedule in effect when services are rendered and to provide for notice to the Beneficiaries of the Trust of

ENTERED

APR 07 2015

Clerk of the Circuit Court

any future increase in the rates of compensation of Wells Fargo as Trustee as required under Maryland law.

3. The terms of the Trust are modified to provide for distribution of the distribution amount required under section 4942 of the Internal Revenue Code which is equal to approximately five percent (5%) of the net fair market value of the Trust's investment assets annually to the beneficiaries of the Trust as set forth below in the following proportions:

W.R. Winslow Memorial Home, Inc. (in care of Carolina Adventist Retirement Systems, Inc.)	18.00%
University of Maryland	11.96%
NC State University	6.83%
Virginia Tech Foundation, Inc. fbo Virginia Polytechnic Institute and State University	6.83%
Georgetown University	5.13%
George Washington University	5.13%
Johns Hopkins University	5.13%
Children's Hospital of D.C.	13.67%
Little Sisters of the Poor (D.C.)	6.83%
Little Sisters of the Poor (MD)	6.83%
The Salvation Army	4.56%
Methodist Home of D.C.	4.56%
Florence Crittenton Services (Greater D.C.)	4.56%

ENTERED

APR 07 2015

Clerk of the Circuit Court
Montgomery County, Md.

4. The terms of the Trust are modified to add the following language:

"Notwithstanding any other provision of this trust, if the Trust is classified as a private foundation for federal tax purposes within the meaning of Internal Revenue Code section 509(a), the Trustee shall: (1) not engage in any act of self-dealing, as defined in section 4941(d) of the Internal Revenue Code, nor make any taxable expenditures, as defined in section 4945(d) of the Internal Revenue Code; (2) not retain any excess business holdings, as defined in section 4943(c) of the Internal Revenue Code, that would subject the trust to tax under section 4943 of the Internal Revenue Code, nor shall the Trustee retain or acquire any investments that would subject the trust to tax under section 4944 of the Internal Revenue Code; and (3) make distributions from income and, to the extent necessary, principal, so as not to subject the trust to tax under section 4942 of the Internal Revenue Code."

5. Except as modified by this Order, the remainder of the terms of the Trust under the Will and Codicil shall not be altered.

This cause is ended.

ENTER: 4 / 3 / 2015

JUDGE

WE ASK FOR THIS:

Sean F. Murphy, Esquire
I hereby affirm that I am authorized to practice law in the State of Maryland
McGuireWoods LLP
1750 Tysons Boulevard, Suite 1800
McLean, Virginia 22102
Tel: (703) 712-5000
Fax: (703) 712-5220
SEEN AND AGREED:

ENTERED
APR 07 2015
Clerk of the Circuit Court
Montgomery County, Md.

W.R. WINSLOW MEMORIAL HOME, INC.

By: Deborah Hawkins
Title: Treasurer / CFO

UNIVERSITY OF MARYLAND

By: ______________________________
Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ______________________________

VIRGINIA POLYTECHNIC UNIVERSITY AND
THROUGH THE VIRGINIA TECH FOUNDATION

By: ______________________________
Title: ______________________________

GEORGETOWN UNIVERSITY

By: ______________________________
Title: ______________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________
Title: ______________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________
Title: ____________________________

UNIVERSITY OF MARYLAND

By: [signature]
Title: Assoc. Vice Chancellor - Fin. Affairs

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ____________________________

VIRGINIA POLYTECHNIC UNIVERSITY AND
THROUGH THE VIRGINIA TECH FOUNDATION

By: ______________________________
Title: ____________________________

GEORGETOWN UNIVERSITY

By: ______________________________
Title: ____________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ____________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________
Title: ____________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________

Title: ______________________________

UNIVERSITY OF MARYLAND

By: ______________________________

Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: Brian C. Sischo

Title: Vice Chancellor

VIRGINIA POLYTECHNIC UNIVERSITY AND THROUGH THE VIRGINIA TECH FOUNDATION

By: ______________________________

Title: ______________________________

GEORGETOWN UNIVERSITY

By: ______________________________

Title: ______________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________

Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________

Title: ______________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________
Title: ______________________________

UNIVERSITY OF MARYLAND

By: ______________________________
Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ______________________________

VIRGINIA TECH FOUNDATION, INC.
fbo VIRGINIA POLYTECHNIC INSTITUTE AND STATE UNIVERSITY

By: ______________________________
Title: CEO & Secretary/Treasurer

GEORGETOWN UNIVERSITY

By: ______________________________
Title: ______________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________
Title: ______________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________
Title: ______________________________

UNIVERSITY OF MARYLAND

By: ______________________________
Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ______________________________

VIRGINIA POLYTECHNIC UNIVERSITY AND
THROUGH THE VIRGINIA TECH FOUNDATION

By: [signature]
Title: VP for FINANCE

GEORGETOWN UNIVERSITY

By: ______________________________
Title: ______________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________
Title: ______________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________
Title: ______________________________

UNIVERSITY OF MARYLAND

By: ______________________________
Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ______________________________

VIRGINIA POLYTECHNIC UNIVERSITY AND
THROUGH THE VIRGINIA TECH FOUNDATION

By: ______________________________
Title: ______________________________

GEORGETOWN UNIVERSITY

The George Washington University

By: [signature]
Title: Sr. VP and General Counsel

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: ______________________________
Title: ______________________________

W.R. WINSLOW MEMORIAL HOME, INC.

By: ______________________________
Title: ______________________________

UNIVERSITY OF MARYLAND

By: ______________________________
Title: ______________________________

NORTH CAROLINA STATE UNIVERSITY

By: ______________________________
Title: ______________________________

VIRGINIA POLYTECHNIC UNIVERSITY AND
THROUGH THE VIRGINIA TECH FOUNDATION

By: ______________________________
Title: ______________________________

GEORGETOWN UNIVERSITY

By: ______________________________
Title: ______________________________

GEORGE WASHINGTON UNIVERSITY

By: ______________________________
Title: ______________________________

JOHNS HOPKINS UNIVERSITY

By: [signature]
Title: DEPUTY TREASURER

CHILDREN'S HOSPITAL OF D.C.

By: ____________________
Title: ____________________

LITTLE SISTERS OF THE POOR (D.C.)

By: ____________________
Title: ____________________

LITTLE SISTERS OF THE POOR (MD)

By: ____________________
Title: ____________________

THE SALVATION ARMY

By: ____________________
Title: ____________________

METHODIST HOMES OF D.C.

By: ____________________
Title: ____________________

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: ____________________
Title: ____________________

CHILDREN'S HOSPITAL OF D.C.

By: Sister Mary Michael Nickles
Title: President

LITTLE SISTERS OF THE POOR (D.C.)

By: ______________________
Title: ______________________

LITTLE SISTERS OF THE POOR (MD)

By: ______________________
Title: ______________________

THE SALVATION ARMY

By: ______________________
Title: ______________________

METHODIST HOMES OF D.C.

By: ______________________
Title: ______________________

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: ______________________
Title: ______________________

CHILDREN'S HOSPITAL OF D.C.

By: ______________________________
Title: ______________________________

LITTLE SISTERS OF THE POOR (D.C.)

By: ______________________________
Title: ______________________________

LITTLE SISTERS OF THE POOR (MD)

By: Sr Joseph C. Beutler
Title: President

THE SALVATION ARMY

By: ______________________________
Title: ______________________________

METHODIST HOMES OF D.C.

By: ______________________________
Title: ______________________________

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: ______________________________
Title: ______________________________

CHILDREN'S HOSPITAL OF D.C.

By: ______________________________
Title: _____________________________

LITTLE SISTERS OF THE POOR (D.C.)

By: ______________________________
Title: _____________________________

LITTLE SISTERS OF THE POOR (MD)

By: ______________________________
Title: _____________________________

THE SALVATION ARMY

By: Larry W. Broome
Title: SECRETARY

METHODIST HOMES OF D.C.

By: ______________________________
Title: _____________________________

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: ______________________________
Title: _____________________________

CHILDREN'S HOSPITAL OF D.C.

By: ______________________________

Title: ______________________________

LITTLE SISTERS OF THE POOR (D.C.)

By: ______________________________

Title: ______________________________

LITTLE SISTERS OF THE POOR (MD)

By: ______________________________

Title: ______________________________

THE SALVATION ARMY

By: ______________________________

Title: ______________________________

METHODIST HOMES OF D.C.

By: ______________________________

Title: CEO

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: ______________________________

Title: ______________________________

CHILDREN'S HOSPITAL OF D.C.

By: ___________________________
Title: _________________________

LITTLE SISTERS OF THE POOR (D.C.)

By: ___________________________
Title: _________________________

LITTLE SISTERS OF THE POOR (MD)

By: ___________________________
Title: _________________________

THE SALVATION ARMY

By: ___________________________
Title: _________________________

METHODIST HOMES OF D.C.

By: ___________________________
Title: _________________________

FLORENCE CRITTENTON SERVICES
(Greater D.C.)

By: P Jones
Title: Pres & CEO

AGREED TO BY THE STATE OF MARYLAND:
Douglas Gansler
Attorney General for the State of Maryland

____

Alexis B. Rohde, Esq. Office of the Attorney General
Courts and Judicial Affairs
200 St. Paul Place, 20th Floor
Baltimore, MD 21202-2021

60846122