



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2015 or tax year beginning

, 2015, and ending

, 20

Name of foundation

ROY C MOORE FOUNDATION 4555000018

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

A Employer identification number

58-6087219

B Telephone number (see instructions)

251-690-1024

C/O REGIONS BANK TRUST DEPT, PO BOX 2886

City or town, state or province, country, and ZIP or foreign postal code

MOBILE, AL 36652-2886

G Check all that apply.

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col (c), line
16) ▶ \$ 2,022,582.J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

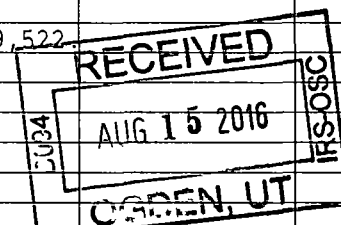
(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	16.	16.		STMT 1
4 Dividends and interest from securities	64,201.	55,230.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	29,522.			
b Gross sales price for all assets on line 6a	988,557.			
7 Capital gain net income (from Part IV, line 2)		29,522.		
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	93,739.	84,768.		
13 Compensation of officers, directors, trustees, etc.	19,048.	14,286.		4,762.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	1,000.	NONE	NONE	1,000.
c Other professional fees (attach schedule) STMT 4	5,815.	5,815.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	19,141.	616.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	144.	144.		
24 Total operating and administrative expenses. Add lines 13 through 23.	45,148.	20,861.	NONE	5,762.
25 Contributions, gifts, grants paid	112,384.			112,384.
26 Total expenses and disbursements. Add lines 24 and 25	157,532.	20,861.	NONE	118,146.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-63,793.			
b Net investment income (if negative, enter -0-)		63,907.		
c Adjusted net income (if negative, enter -0-)				

ENVELOPE AUG 12 2016

SCANNED AUG 18 2016



go-5p

jme

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		102,756.	83,676.	83,676.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)	STMT 7	220,393.	194,323.	199,005.
	b	Investments - corporate stock (attach schedule)	STMT 8	942,509.	874,080.	957,625.
	c	Investments - corporate bonds (attach schedule)	STMT 9	764,074.	811,720.	782,276.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		2,029,732.	1,963,799.	2,022,582.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			NONE		
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		2,029,732.	1,963,799.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		2,029,732.	1,963,799.	
31	Total liabilities and net assets/fund balances (see instructions)		2,029,732.	1,963,799.		

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	2,029,732.
2	Enter amount from Part I, line 27a	2	-63,793.
3	Other increases not included in line 2 (itemize) ▶ <u>SEE STATEMENT 10</u>	3	2,169.
4	Add lines 1, 2, and 3	4	1,968,108.
5	Decreases not included in line 2 (itemize) ▶ <u>SEE STATEMENT 11</u>	5	4,309.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,963,799.

Form 990-PF (2015)

Part IV Capital Gains and Losses for Tax on Investment Income(a) List and describe the kind(s) of property sold (e.g., real estate,
2-story brick warehouse, or common stock, 200 shs. MLC Co.)(b) How
acquired
P - Purchase
D - Donation(c) Date
acquired
(mo., day, yr.)(d) Date sold
(mo., day, yr.)**1a PUBLICLY TRADED SECURITIES**

(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 988,557.		959,035.	29,522.
b			
c			
d			
e			
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			29,522.
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

29,522.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in
Part I, line 8

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	113,692.	2,158,498.	0.052672
2013	117,836.	2,105,196.	0.055974
2012	106,635.	2,014,868.	0.052924
2011	114,164.	2,030,004.	0.056238
2010	106,089.	1,990,470.	0.053298
2 Total of line 1, column (d)			0.271106
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			0.054221
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			2,086,774.
5 Multiply line 4 by line 3			113,147.
6 Enter 1% of net investment income (1% of Part I, line 27b)			639.
7 Add lines 5 and 6			113,786.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			118,146.

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		1	639.
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
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	639.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	639.
6 Credits/Payments			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	9,788.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	9,788.	
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	9,149.	
11 Enter the amount of line 10 to be Credited to 2016 estimated tax ▶ 640. Refunded ▶	11	8,509.	

Part VII-A Statements Regarding Activities

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

Form 990-PF (2015)

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NA</u>	X	
14 The books are in care of ► <u>REGIONS BANK TRUST DEPT</u> Telephone no ► <u>(251) 690-1024</u> Located at ► <u>11 NORTH WATER STREET, 25TH FLOOR, MOBILE, AL</u> ZIP+4 ► <u>36602</u>		
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
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?		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)?		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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2015)

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

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
REGIONS BANK, TRUSTEE	TRUSTEE			
303 JESSE JEWELL PARKWAY, GAINESVILLE, GA 30501	1	24,863.	-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				
		-0-	-0-	-0-

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

Form 990-PF (2015)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE**2****3****4****Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE**2**

All other program-related investments See instructions

3 NONE

Total. Add lines 1 through 3

Form **990-PF** (2015)

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	2,118,552.
b	Average of monthly cash balances	1b	NONE
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,118,552.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	2,118,552.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	31,778.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,086,774.
6	Minimum investment return. Enter 5% of line 5	6	104,339.

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	104,339.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	639.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	639.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	103,700.
4	Recoveries of amounts treated as qualifying distributions	4	2,000.
5	Add lines 3 and 4	5	105,700.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	105,700.

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	118,146.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	118,146.
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	639.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	117,507.

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 XII, line 7				105,700.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			27,530.	
b Total for prior years 20 <u>13</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010	NONE			
b From 2011	NONE			
c From 2012	NONE			
d From 2013	NONE			
e From 2014	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>118,146.</u>				
a Applied to 2014, but not more than line 2a			27,530.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2015 distributable amount				90,616.
e Remaining amount distributed out of corpus.	NONE			
5 Excess distributions carryover applied to 2015 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				15,084.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	NONE			

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed . .

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b or c for the alternative test relied upon

a "Assets" alternative test - enter

(1) Value of all assets . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i).

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization.

(4) Gross investment income .

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

SEE STATEMENT 13

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV **Supplementary Information** *(continued)***3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHED SCHEDULE				112,384.
Total			▶ 3a	112,384.
b <i>Approved for future payment</i>				
Total			▶ 3b	

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	16.	
4	Dividends and interest from securities			14	64,201.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	29,522.	
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)				93,739.	
13	Total. Add line 12, columns (b), (d), and (e)				13	93,739.

(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)
▼	

NOT APPLICABLE

ORGANIZATION	RELATIONSHIP	STATUS	GRANTS/CONTRIBUTIONS	AMOUNT
AMERICAN HEART ASSOC 821 DAWSONVILLE HWY, SUITE 250-323 GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2 000 00
AMERICAN RED CROSS P O BOX 230 GAINESVILLE, GA 30501	NONE	PC	GRANT FOR LOCAL PROGRAMS	2 500 00
ARTS COUNCIL P O BOX 1632 GAINESVILLE, GA 30503	NONE	PC	OPERATIONS CONTRIBUTION	3,000 00
BOYS AND GIRLS CLUB PO BOX 691 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	5,000 00
BRENAU UNIVERSITY ONE CENTENNIAL CIRCLE GAINESVILLE, GA 30501	NONE	PC	ANNUAL LOYALTY FUND	2 000 00
CASA P O Box 907471 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	3,500 00
CENTER POINT 1050 ELEPHANT TRAIL GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	500 00
CHALLENGED CHILD PO BOX 1283 GAINESVILLE, GA 30503	NONE	PC	OPERATIONS GRANT	5 000 00
CHILDREN'S CENTER FOR HOPE & HEALING P O BOX 907401 GAINESVILLE, GA 30501	NONE	PC	PROGRAM SUPPORT	950 00
EAGLE RANCH PO BOX 7200 CHESTNUT MTN, GA 30502	NONE	SOI	OPERATIONAL & PROGRAM SUPPORT	5,000 00
EDMONDSON TELEFORD CENTER 603 WASHINGTON STREET NW GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	500 00
ELACHEE NATURE CENTER 2125 ELACHEE DRIVE GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	3,000 00
THE EMPTY STOCKING FUND 1975 CENTURY BLVD SUITE # 16 ATLANTA, GA 30345-3316	NONE	PC	UNRESTRICTED GRANT	2,250 00
FAMILY PROMISE OF HALL COUNTY PO BOX 1251 GAINESVILLE, GA 30503	NONE	PC	PROGRAM SUPPORT	500 00
GAINESVILLE BOARD OF EDUCATION 508 OAK STREET GAINESVILLE, GA 30501	NONE	GOV	TEACHER OF THE YEAR	500 00
GAINESVILLE HIGH SCHOOL THESPAIN SOCIETY 830 CENTURY PLACE GAINESVILLE, GA 30501	NONE	PC	FINE ARTS AWARD	500 00
GATEWAY DOMESTIC VIOLENCE CENTER PO BOX 2962 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	2,750 00
JOHN A FERGUSON SCHOLARSHIP C/O NORTHEAST GEORGIA MEDICAL FOUNDATION 743 SPRING STREET GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2 000 00
GIRL SCOUTS 1276 JESSE JEWELL PARKWAY GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	1,750 00
GLORY HOPE & LIFE 725 JESSE JEWELL PARKWAY, SUITE 270 GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2,500 00
GOOD NEWS CLINIC 810 PINE STREET GAINESVILLE, GA 30501	NONE	PC	OPERATIONS GRANT	5,000 00
GUEST HOUSE 360 OAK STREET SUITE A GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	500 00
HALL COUNTY BOARD OF EDUCATION 711 GREEN STREET GAINESVILLE, GA 30501	NONE	GOV	HALL COUNTY TEACHER OF THE YEAR	500 00
HALL COUNTY YMCA PO BOX 443 GAINESVILLE, GA 30503	NONE	PC	OPERATIONS SUPPORT GRANT	5,000 00
HUMANE SOCIETY 875 RIDGE ROAD	NONE	PC	PET PALS SUMMER CAMP	2,000 00

ORGANIZATION	RELATIONSHIP	STATUS	GRANTS/CONTRIBUTIONS	AMOUNT
INTEACTIVE NEIGHBORHOOD FOR KIDS 203 GREEN STREET GAINESVILLE GA 30501	NONE	PC	UNRESTRICTED GRANT	2,000 00
JOHN A FERGUSON SCHOLARSHIP C/O NORTHEAST GEORGIA MEDICAL FOUNDATION 2150 LIMESTONE PARKWAY SUITE 115 GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2,000 00
JUNIOR ACHIEVEMENT 1003 CANTERBURY ROAD GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	4,000 00
JUNIOR LEAGUE OF GAINESVILLE/HALL COUNTY PO BOX 1472 GAINESVILLE, GA 30503	NONE	PC	UNRESTRICTED GRANT	2,000 00
JUVENILE DIABETES RESEARCH FOUNDATION 26 BROADWAY, 15TH FLOOR NEW YORK, NY 10004	NONE	PC	UNRESTRICTED GRANT	2,000 00
LAKEVIEW ACADEMY 796 LAKEVIEW DR NE GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	2,500 00
LANIER TECHNICAL COLLEGE 2990 LANDRUM EDUCATION DR OAKWOOD, GA 30566	NONE	PC	UNRESTRICTED GRANT	5,000 00
LYMAN HALL SCHOOL 2150 MEMORIAL PARK ROAD GAINESVILLE GA 30501	NONE	PC	UNRESTRICTED GRANT	1,500 00
MARCH OF DIMES 1775 THE EXCHANGE, SUITE 245 ATLANTA, GA 30399	NONE	PC	UNRESTRICTED GRANT	1,500 00
MY SISTER'S PLACE P O BOX 908492 GAINESVILLE GA	NONE	PC	PROGRAM SUPPORT	850 00
NORTHEAST GEORGIA COUNCIL ON SCOUTING 148 BOY SCOUT TRAIL PENDERGRASS GA 30567	NONE	PC	UNRESTRICTED GRANT	3,000 00
NGFWME CARE FOUNDATION 615 S OAK STREET SUITE, 1300 GAINESVILLE GA 30501	NONE	PC	HEALTHLY JOURNAL	2,500 00
NORTHEAST GEORGIA HISTORY CENTER PO BOX 1451 GAINESVILLE, GA	NONE	PC	UNRESTRICTED GRANT	1,000 00
NORTHEAST GEORGIA MEDICAL CENTER FDN 2150 LIMESTONE PKWY, SUITE 115 GAINESVILLE GA 30501	NONE	PC	WOODY STEWART MEMORIAL	3,333 34
NORTHEAST GEORGIA SPEECH CENTER 604 WASHINGTON ST NW # B2 GAINESVILLE, GA 30501-8545	NONE	PC	UNRESTRICTED GRANT	2,500 00
NORTH HALL COMMUNITY EDUCATION FND 1370 THOMPSON BRIDGE ROAD GAINESVILLE, GA 30501	NONE	PC	UNRESTRICTED GRANT	5,000 00
SALVATION ARMY 711 DORSEY STREET GAINESVILLE GA 30501	NONE	PC	GRANT FOR DEBT REDUCTION CAMPAIGN	3,000 00
GEORGIA MOUNTAIN FOOD BANK 1642 CALVARY INDUSTRIAL DRIVE GAINESVILLE GA 30507	NONE	PC	UNRESTRICTED GRANT	3,000 00
THUMBS UP MISSION 1242 INDUSTRIAL BLVD GAINESVILLE, GA	NONE	PC	PROGRAM SUPPORT	1,500 00
UNIVERSITY OF NORTH GEORGIA PO BOX 1358 GAINESVILLE GA 30503	NONE	PC	UNRESTRICTED GRANT	2,000 00
GAINESVILLE BOARD OF EDUCATION 2015 508 OAK STREET GAINESVILLE, GA 30501	NONE	GOV	RICHARD SHOCKLEY SCHOLARS PROGRAM	2,000 00
QUINTLAN VISUAL ARTS CENTER 514 GREEN STREET NE GAINESVILLE GA 30501	NONE	PC	UNRESTRICTED GRANT	1,500 00
TOTAL GRANTS/CONTRIBUTIONS				112,383 34

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

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
OTHER INTEREST	16.	16.
TOTAL	16.	16.
	=====	=====

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS AND INTEREST FROM SECURITIES	64,201.	55,230.
TOTAL	64,201.	55,230.

FORM 990PF, PART I - ACCOUNTING FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES-SUBJECT T	5,815.	5,815.
TOTALS	5,815.	5,815.
	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES		
FEDERAL TAX PAYMENT - PRIOR YE	461.	461.
FEDERAL ESTIMATES - PRINCIPAL	8,892.	
FOREIGN TAXES ON QUALIFIED FOR	9,788.	68.
FOREIGN TAXES ON NONQUALIFIED		87.
	-----	-----
TOTALS	19,141.	616.
	=====	=====

ROY C MOORE FOUNDATION 4555000018

58-6087219

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER NONALLOCABLE EXPENSES -	144.	144.
TOTALS	----- 144. =====	----- 144. =====

ROY C MOORE FOUNDATION 4555000018

58-6087219

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	220,393.	194,323.	199,005.
	-----	-----	-----
TOTALS	220,393.	194,323.	199,005.
	=====	=====	=====

ROY C MOORE FOUNDATION 4555000018

58-6087219

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

DESCRIPTION

BEGINNING
BOOK VALUE

SEE ATTACHED STATEMENT

942,509.

TOTALS

942,509.

ROY C MOORE FOUNDATION 4555000018

58-6087219

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

DESCRIPTION -----	BEGINNING BOOK VALUE -----
----------------------	----------------------------------

SEE ATTACHED STATEMENT

	764,074.

TOTALS	764,074.
	=====

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

DESCRIPTION -----	AMOUNT -----
ACCRETION ADJUSTMENT	163.
RECOVERIES	2,000.
ROUNDING ADJ	6.

TOTAL	2,169.
	=====

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

=====

DESCRIPTION -----	AMOUNT -----
AMORTIZATION	3,517.
RETURN ON CAPITAL	399.
STERIS MERGER BASIS ADJUSTMENT	393.

TOTAL	4,309.
	=====

AVERAGE MONTHLY FMV - 990PF, PART X, LINES 1a-1c

=====

MONTH -----	LINE 1a-FMV SECURITIES -----	LINE 1b-FMV CASH BALANCES -----	LINE 1c-FMV OTHER ASSETS -----
JANUARY	2,140,819.		
FEBRUARY	2,187,770.		
MARCH	2,187,733.		
APRIL	2,179,441.		
MAY	2,174,370.		
JUNE	2,146,688.		
JULY	2,138,535.		
AUGUST	2,072,014.		
SEPTEMBER	2,033,393.		
OCTOBER	2,066,042.		
NOVEMBER	2,073,241.		
DECEMBER	2,022,582.		
	-----	-----	-----
TOTAL	25,422,628.		
	=====	=====	=====
AVERAGE FMV	2,118,552.		
	=====	=====	=====

ROY C MOORE FOUNDATION 4555000018
FORM 990PF, PART XV - LINES 2a - 2d
=====

58-6087219

RECIPIENT NAME:

ROY C MOORE FOUNDATION, REGIONS BANK
ADDRESS:

303 JESSE JEWELL PARKWAY
GAINESVILLE, GA 30501

RECIPIENT'S PHONE NUMBER: 770-503-2633
FORM, INFORMATION AND MATERIALS:

STANDARD

SUBMISSION DEADLINES:

11/15 ANNUALLY

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NORTHEAST GEORGIA AREA

STATEMENT 13

XD576 2 000

GU8213 9155 08/10/2016 15:51:15

4555000018

29 E



REGIONS

TRUST

REGIONS BANK

Run on 3/31/2016 3:51:02 PM

Asset Details

As of 12/31/2015

Combined Portfolios
Settlement Date Basis

Account: 4555000018
TR U/W ROY C MOORE
FOUNDATION

Administrator: BENJAMIN H. CARTER, JR. @ 770-503-2633

Investment Officer: BOOZER DOWNS @ 404-581-3760

Investment Authority: Sole

Investment Objective: BALANCED (45E/55F)

Lot Select Method: HIFO

Sort By: Security Type

Ticker	CUSIP/ Description	Units	Price	Tax Cost	Book Value	Market Value	Unrealized Gain/Loss	% of Portfolio	Est. Y Income
	Cash								
	CASH								
	Total For Cash	0.000000							
	Short Term Investments								
999990484	REGIONS TRUST CASH SWEEP	83,675.910000	1.000	83,675.91	83,675.91	83,676		4.14	50
	Total For Short Term Investments	83,675.910000		83,675.91	83,675.91	83,676			50
	U S Government Obligations								
31359MH89	FEDERAL NATIONAL MORTGAGE ASSN 5% 03/15/2016	15,000.000000	100.932	15,918.07	15,918.07	15,140	778-	0.75	750
912810EQ7	UNITED STATES TREASURY 6.25% 08/15/2023	12,000.000000	129.070	13,888.13	13,888.13	15,488	1,600	0.77	750
912810RB6	UNITED STATES TREASURY DTD 05/15/2013 2.875% 05/15/2043	39,000.000000	97.500	33,711.80	33,711.80	38,025	4,313	1.88	1,121
912828H52	UNITED STATES TREASURY DTD 01/31/2015 1.25% 01/31/2020	8,000.000000	98.461	7,873.44	7,873.44	7,877	3	0.39	100
912828NR7	UNITED STATES TREASURY N/B DTD 07/31/2010 2.375% 07/31/2017	98,000.000000	102.109	100,864.49	100,864.49	100,067	798-	4.95	2,328
912828VB3	UNITED STATES TREASURY DTD 05/15/2013 1.75% 05/15/2023	23,000.000000	97.426	22,067.43	22,067.43	22,408	341	1.11	403

Total For U S Government Obligations	195,000.000000		194,323.36	194,323.36	199,005	4,682		5,451
Mortgage Backed Securities								
3128M74W3 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05937 DTD 07/01/2010 4.5% 08/01/2040 OFV 15,000	<u>3,016.050000</u>	107.889	3,215.86	3,215.86	3,254	38	0.16	136
3128M7KV7 FEDERAL HOME LOAN MORTGAGE CORP POOL #G05408 DTD 04/01/2009 5% 12/01/2036 OFV 25,000	<u>2,345.750000</u>	109.811	2,541.85	2,541.85	2,576	34	0.13	117
3128MMS20 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18536 DTD 01/01/2015 2.5% 01/01/2030 OFV 14,000	<u>12,496.910000</u>	101.008	12,891.35	12,891.35	12,623	268-	0.62	312
3128MMTP8 FEDERAL HOME LOAN MORTGAGE CORP POOL #G18557 DTD 06/01/2015 3% 06/01/2030 OFV 8,000	<u>7,613.210000</u>	103.157	7,901.09	7,901.09	7,854	48-	0.39	228
312943WG4 FEDERAL HOME LOAN MORTGAGE CORP POOL #A95147 DTD 11/01/2010 4% 11/01/2040 OFV 11,000	<u>4,834.980000</u>	105.960	5,190.05	5,190.05	5,123	67-	0.25	193
31335ACR7 FEDERAL HOME LOAN MTG CORP POOL# G60080 DTD 05/01/2015 3.5% 06/01/2045 OFV 8,000	<u>7,679.070000</u>	103.258	7,989.82	7,989.82	7,929	61-	0.39	269
3138A7FR4 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH5575 DTD 02/01/2011 4% 02/01/2041 OFV 15,000	<u>5,798.630000</u>	106.065	5,999.75	5,999.75	6,150	151	0.30	232
3138A8SR8 FEDERAL NATIONAL MORTGAGE ASSN POOL #AH6827 DTD 03/01/2011 4% 03/01/2026 OFV 22,000	<u>4,854.250000</u>	106.064	5,100.00	5,100.00	5,149	49	0.25	194
3138EGNK6 FEDERAL NATIONAL MORTGAGE ASSN POOL #AL0393 DTD 06/01/2011 4.5% 06/01/2041 OFV 11,000	<u>4,187.930000</u>	108.721	4,454.92	4,454.92	4,553	98	0.23	188
3138MFTC1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AQ0546 DTD 11/01/2012 3.5%	<u>7,052.520000</u>	103.363	7,035.98	7,035.98	7,290	254	0.36	247

11/01/2042 OFV 10,000

3138WPJG0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2062 DTD 04/01/2013 2.5% 04/01/2028 OFV 10,000	<u>7,312.110000</u>	101.324	7,325.80	7,325.80	7,409	83	0.37	183	:
--	---------------------	---------	----------	----------	-------	----	------	-----	---

3138WQAW2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AT2720 DTD 05/01/2013 3% 05/01/2043 OFV 9,000	<u>7,332.890000</u>	100.449	7,552.88	7,552.88	7,366	187-	0.36	220	:
--	---------------------	---------	----------	----------	-------	------	------	-----	---

3138X3EH1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AU3735 DTD 08/01/2013 3% 08/01/2043 OFV 9,000	<u>7,811.500000</u>	100.205	7,806.62	7,806.62	7,828	21	0.39	234	:
--	---------------------	---------	----------	----------	-------	----	------	-----	---

31402DJS0 FEDERAL NATIONAL MORTGAGE ASSN POOL #725773 DTD 08/01/04 5.5% 09/01/2034 OFV 36,000	<u>2,114.140000</u>	112.675	2,253.20	2,253.20	2,382	129	0.12	116	:
---	---------------------	---------	----------	----------	-------	-----	------	-----	---

31402RFV6 FEDERAL NATIONAL MORTGAGE ASSN POOL #735580 DTD 05/01/05 5% 06/01/2035 OFV 56,000	<u>4,332.410000</u>	110.543	4,672.91	4,672.91	4,789	116	0.24	217	:
---	---------------------	---------	----------	----------	-------	-----	------	-----	---

31403CXG1 FEDERAL NATIONAL MORTGAGE ASSN POOL #745079 DTD 11/01/05 5% 12/01/2020 OFV 9,000	<u>624.790000</u>	106.557	664.62	664.62	666	1	0.03	31	:
--	-------------------	---------	--------	--------	-----	---	------	----	---

31403DDX4 FEDERAL NATIONAL MORTGAGE ASSN POOL #745418 DTD 03/01/06 5.5% 04/01/2036 OFV 74,000	<u>4,646.700000</u>	112.141	4,789.00	4,789.00	5,211	422	0.26	256	:
---	---------------------	---------	----------	----------	-------	-----	------	-----	---

31407JDQ2 FEDERAL NATIONAL MORTGAGE ASSN POOL #831811 DTD 10/01/06 6% 09/01/2036 OFV 20,000	<u>1,090.540000</u>	113.206	1,137.74	1,137.74	1,235	97	0.06	65	:
---	---------------------	---------	----------	----------	-------	----	------	----	---

31410FZN8 FEDERAL NATIONAL MORTGAGE ASSN POOL #888249 5% 07/01/2020 OFV 7,000	<u>473.120000</u>	105.516	493.08	493.08	499	6	0.02	24	:
---	-------------------	---------	--------	--------	-----	---	------	----	---

31410GV59 FEDERAL NATIONAL MORTGAGE ASSN POOL #889036 DTD 12/01/07 5.5% 08/01/2037 OFV 9,000	<u>980.750000</u>	112.584	1,021.05	1,021.05	1,104	83	0.05	54	:
--	-------------------	---------	----------	----------	-------	----	------	----	---

31410KDT8 FEDERAL NATIONAL MORTGAGE ASSN POOL # 889414 6% 11/01/2037 OFV 16,000	<u>1,445.830000</u>	113.917	1,518.14	1,518.14	1,647	129	0.08	87	:
---	---------------------	---------	----------	----------	-------	-----	------	----	---

31410KJY1 FEDERAL NATIONAL MORTGAGE ASSN POOL #889579 DTD 05/01/08 6% 05/01/2038 OFV 35,000	<u>1,604.920000</u>	112.992	1,724.04	1,724.04	1,813	89	0.09	96	!
31410KN26 FEDERAL NATIONAL MORTGAGE ASSN POOL #889709 DTD 06/01/08 5.5% 06/01/2023 OFV 22,000	<u>1,658.960000</u>	109.130	1,722.45	1,722.45	1,810	88	0.09	91	!
31410KN91 FEDERAL NATIONAL MORTGAGE ASSN POOL #889716 5.5% 10/01/2022 OFV 3,000	<u>221.860000</u>	108.190	231.69	231.69	240	8	0.01	12	!
31410KZF4 FEDERAL NATIONAL MORTGAGE ASSN POOL# 890042 DTD 06/01/08 5.5% 07/01/2022 OFV 8,000	<u>520.010000</u>	108.258	559.40	559.40	563	4	0.03	29	!
31412MXL7 FEDERAL NATIONAL MORTGAGE ASSN POOL #929583 DTD 06/01/08 5% 06/01/2023 OFV 35,000	<u>2,842.990000</u>	107.517	2,935.87	2,935.87	3,057	121	0.15	142	!
31412QCP2 FEDERAL NATIONAL MORTGAGE ASSN POOL #931678 DTD 07/01/2009 5.5% 03/01/2018 OFV 16,000	<u>739.890000</u>	102.676	798.61	798.61	760	39-	0.04	41	!
31413QU55 FEDERAL NATIONAL MORTGAGE ASSN POOL #952504 DTD 09/01/07 6% 09/01/2037 OFV 125,000	<u>4,798.640000</u>	113.789	4,973.32	4,973.32	5,460	487	0.27	288	!
31414DZQ2 FEDERAL NATIONAL MORTGAGE ASSN POOL #963451 5% 06/01/2023 OFV 6,000	<u>580.460000</u>	107.384	595.97	595.97	623	27	0.03	29	!
31415P3Z9 FEDERAL NATIONAL MORTGAGE ASSN POOL #985616 DTD 06/01/08 5.5% 04/01/2034 OFV 10,000	<u>510.060000</u>	112.403	522.66	522.66	573	51	0.03	28	!
31416BK72 FEDERAL NATIONAL MORTGAGE ASSN POOL #995018 DTD 10/01/08 5.5% 06/01/2038 OFV 21,000	<u>1,110.710000</u>	111.686	1,179.78	1,179.78	1,241	61	0.06	61	!
31416BTW8 FEDERAL NATIONAL MORTGAGE ASSN POOL #995265 DTD 12/01/08 5.5% 01/01/2024 OFV 3,000	<u>213.240000</u>	108.654	222.04	222.04	232	10	0.01	12	!

31416RBE2 FEDERAL NATIONAL MORTGAGE ASSN POOL #AA7236 DTD 05/01/2009 4% 06/01/2039 OFV 12,000	<u>3,072.980000</u>	105.854	3,250.15	3,250.15	3,253	3	0.16	123
31418AFC7 FEDERAL NATIONAL MORTGAGE ASSN POOL #MA1062 DTD 04/01/2012 3% 05/01/2027 OFV 10,000	<u>5,182.330000</u>	103.548	5,426.87	5,426.87	5,366	61-	0.27	155
31418UEE0 FEDERAL NATIONAL MORTGAGE ASSN POOL # AD6432 DTD 06/01/2010 4.5% 06/01/2040 OFV 14,000	<u>2,864.020000</u>	108.234	3,051.07	3,051.07	3,100	49	0.15	129
31419BCT0 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE0981 DTD 02/01/2011 3.5% 03/01/2041 OFV 14,000	<u>5,992.290000</u>	103.413	6,328.42	6,328.42	6,197	132-	0.31	210
31419DMQ1 FEDERAL NATIONAL MORTGAGE ASSN POOL #AE3066 DTD 09/01/2010 3.5% 09/01/2025 OFV 24,000	<u>5,121.480000</u>	104.909	5,313.54	5,313.54	5,373	59	0.27	179
Total For Mortgage Backed Securities	135,078.920000		140,391.59	140,391.59	142,297	1,905		5,229
Corporate Bonds								
00206RAM4 AT&T INC DTD 05/13/08 5.6% 05/15/2018	<u>7,000.000000</u>	108.472	6,888.82	6,888.82	7,593	704	0.38	392
00206RCP5 AT&T INC CALLABLE DTD 05/04/2015 4.5% 05/15/2035- 2034	<u>8,000.000000</u>	92.486	7,824.16	7,824.16	7,399	425-	0.37	360
0258M0DX4 AMERICAN EXPRESS CREDIT CORP CALLABLE DTD 09/14/2015 2.6% 09/14/2020-2020	<u>8,000.000000</u>	100.231	7,993.96	7,993.96	8,018	25	0.40	208
03523TBA5 ANHEUSER-BUSCH INBEV WOR DTD 01/27/2011 2.875% 02/15/2016	<u>8,000.000000</u>	100.191	8,020.22	8,020.22	8,015	5-	0.40	230
037833AJ9 APPLE INC DTD 05/03/2013 1% 05/03/2018	<u>8,000.000000</u>	99.188	7,965.77	7,965.77	7,935	31-	0.39	80
046353AH1 ASTRAZENECA PLC DTD 11/16/2015 1.75% 11/16/2018	<u>7,000.000000</u>	99.719	7,000.00	7,000.00	6,980	20-	0.35	123
07330NAH8 BRANCH BANKING & TRUST	<u>8,000.000000</u>	99.461	7,976.40	7,976.40	7,957	20-	0.39	80

CALLABLE DTD 03/04/2014 1%

04/03/2017-2017

12673PAC9 CA INC DTD 11/13/09 5.375% 12/01/2019	<u>7,000.000000</u>	107.911	7,095.20	7,095.20	7,554	459	0.37	376	4
149123BQ3 CATERPILLAR INC DTD 12/05/08 7.9% 12/15/2018	<u>6,000.000000</u>	117.003	6,189.69	6,189.69	7,020	830	0.35	474	6
166764BC3 CHEVRON CORP DTD 11/17/2015 1.344% 11/09/2017	<u>11,000.000000</u>	99.776	11,000.00	11,000.00	10,975	25-	0.54	148	1
17275RAC6 CISCO SYSTEMS INC CALLABLE 5.5% 02/22/2016	<u>8,000.000000</u>	100.638	8,380.16	8,380.16	8,051	329-	0.40	440	1
172967KB6 CITIGROUP INC DTD 10/26/2015 2.65% 10/26/2020	<u>12,000.000000</u>	99.192	11,986.56	11,986.56	11,903	84-	0.59	318	2
20030NAZ4 COMCAST CORP DTD 06/18/09 5.7% 07/01/2019	<u>7,000.000000</u>	112.121	7,062.29	7,062.29	7,848	786	0.39	399	1
24422ESS9 JOHN DEERE CAPITAL CORP SERIES MTN DTD 09/15/2014 2.3% 09/16/2019	<u>8,000.000000</u>	100.380	7,997.47	7,997.47	8,030	33	0.40	184	2
25152RYD9 DEUTSCHE BANK AG LONDON DTD 02/13/2015 1.875% 02/13/2018	<u>8,000.000000</u>	99.150	8,002.67	8,002.67	7,932	71-	0.39	150	2
26441CAG0 DUKE ENERGY CORPORATION DTD 11/17/2011 2.15% 11/15/2016	<u>8,000.000000</u>	100.600	8,011.89	8,011.89	8,048	36	0.40	172	2
345397WR0 FORD MOTOR CREDIT DTD 06/06/2014 1.724% 12/06/2017	<u>8,000.000000</u>	98.460	8,005.22	8,005.22	7,877	128-	0.39	138	1
369622SM8 GENERAL ELECTRIC CAPITAL CORP DTD 02/11/11 5.3% 02/11/2021	<u>7,000.000000</u>	112.762	7,033.35	7,033.35	7,893	860	0.39	371	4
375558BF9 GILEAD SCIENCES INC CALLABLE DTD 09/14/2015 3.65% 03/01/2026-2025	<u>7,000.000000</u>	100.848	6,984.99	6,984.99	7,059	74	0.35	256	2
38141EA25 GOLDMAN SACHS GROUP INC DTD 2/5/09 7.5% 02/15/2019	<u>7,000.000000</u>	114.426	7,629.71	7,629.71	8,010	380	0.40	525	6
42809HAB3 HESS CORPORATION DTD 2/3/09 8.125% 02/15/2019	<u>6,000.000000</u>	113.338	6,907.97	6,907.97	6,800	108-	0.34	488	2

458140AJ9 INTEL CORP DTD 09/19/2011 3.3% 10/01/2021	<u>7,000.000000</u>	103.582	6,971.09	6,971.09	7,251	280	0.36	231	!
459200GX3 INTERNATIONAL BUSINESS MACHINES DTD 07/22/2011 1.95% 07/22/2016	<u>15,000.000000</u>	100.598	15,285.69	15,285.69	15,090	196-	0.75	293	!
46625HHL7 J P MORGAN CHASE & CO DTD 04/23/09 6.3% 04/23/2019	<u>7,000.000000</u>	112.130	6,939.72	6,939.72	7,849	909	0.39	441	!
50075NBB9 KRAFT FOOD INC DTD 02/08/2010 4.125% 02/09/2016	<u>8,000.000000</u>	100.258	8,013.91	8,013.91	8,021	7	0.40	330	!
539830BD0 LOCKHEED MARTIN CORP CALLABLE DTD 02/20/2015 3.8% 03/01/2045-2044	<u>8,000.000000</u>	88.637	7,922.04	7,922.04	7,091	831-	0.35	304	!
565849AL0 MARATHON OIL CORP CALLABLE DTD 06/10/2015 3.85% 06/01/2025-2025	<u>8,000.000000</u>	80.485	7,313.72	7,313.72	6,439	875-	0.32	308	!
59018YN64 MERRILL LYNCH & CO INC SERIES: MTN DTD 04/25/08 6.875% 04/25/2018	<u>7,000.000000</u>	110.326	6,974.52	6,974.52	7,723	748	0.38	481	!
59022CAJ2 BANK OF AMERICA CORP 6.11% 01/29/2037	<u>7,000.000000</u>	113.470	6,821.56	6,821.56	7,943	1,121	0.39	428	!
60871RAD2 MOLSON COORS BREWING CO DTD 05/03/2012 5% 05/01/2042	<u>8,000.000000</u>	96.300	8,099.21	8,099.21	7,704	395-	0.38	400	!
61747YCJ2 MORGAN STANLEY SERIES: MTN DTD 9/23/09 5.625% 09/23/2019	<u>7,000.000000</u>	110.360	6,994.05	6,994.05	7,725	731	0.38	394	!
61761JVL0 MORGAN STANLEY DTD 10/23/2014 3.7% 10/23/2024	<u>8,000.000000</u>	100.481	8,020.03	8,020.03	8,038	18	0.40	296	!
68389XAC9 ORACLE CORPORATION DTD 04/09/08 5.75% 04/15/2018	<u>7,000.000000</u>	109.113	7,176.87	7,176.87	7,638	461	0.38	403	!
713448DB1 PEPSICO INC SERIES: 1 DTD 10/14/2015 1% 10/13/2017	<u>7,000.000000</u>	99.479	6,990.27	6,990.27	6,964	27-	0.34	70	!
71645WAP6 PETROBRAS INTL FIN CO DTD 10/30/09 5.75% 01/20/2020	<u>16,000.000000</u>	78.500	15,898.97	15,898.97	12,560	3,339-	0.62	920	!
717081DB6 PFIZER INC DTD 3/24/09 6.2% 03/15/2019	<u>7,000.000000</u>	112.500	7,671.81	7,671.81	7,875	203	0.39	434	!

74432QBP9 PRUDENTIAL FINANCIAL DTD 11/18/2010 4.5% 11/15/2020	<u>7,000.000000</u>	107.320	6,952.06	6,952.06	7,512	560	0.37	315	4
78011DAC8 ROYAL BANK OF CANADA DTD 09/19/2012 1.2% 09/19/2017	<u>15,000.000000</u>	99.527	14,985.11	14,985.11	14,929	56-	0.74	180	1
867914BE2 SUNTRUST BKS INC DTD 11/01/2011 3.5% 01/20/2017	<u>7,000.000000</u>	101.726	6,991.32	6,991.32	7,121	130	0.35	245	1
87425EAL7 TALISMAN ENERGY INC DTD 6/1/09 7.75% 06/01/2019	<u>7,000.000000</u>	107.760	7,931.04	7,931.04	7,543	388-	0.37	543	1
87612EAP1 TARGET CORP CALLABLE 5.375% 05/01/2017	<u>7,000.000000</u>	105.571	6,867.66	6,867.66	7,390	522	0.37	376	1
89114QAM0 TORONTO-DOMINION BANK SERIES MTN DTD 09/10/2013 2.625% 09/10/2018	<u>8,000.000000</u>	101.914	8,189.35	8,189.35	8,153	36-	0.40	210	1
89233P5F9 TOYOTA MOTOR CREDIT CORP SERIES MTN DTD 09/15/2011 3.4% 09/15/2021	<u>7,000.000000</u>	103.622	6,982.36	6,982.36	7,254	271	0.36	238	1
91324PCK6 UNITED HEALTH GROUP INC DTD 07/23/2015 1.45% 07/17/2017	<u>8,000.000000</u>	100.003	8,008.81	8,008.81	8,000	9-	0.40	116	1
92343VAW4 VERIZON COMMUNICATIONS DTD 03/28/2011 6% 04/01/2041	<u>7,000.000000</u>	108.018	7,134.98	7,134.98	7,561	426	0.37	420	1
929903DT6 WACHOVIA CORP DTD 06/08/07 5.75% 06/15/2017	<u>7,000.000000</u>	105.861	6,375.48	6,375.48	7,410	1,035	0.37	403	1
931142CM3 WAL MART STORES INC DTD 04/15/2008 6.2% 04/15/2038	<u>6,000.000000</u>	125.392	7,963.03	7,963.03	7,524	440-	0.37	372	4
931427AH1 WALGREENS BOOTS ALLIANCE CALLABLE DTD 11/18/2014 3.8% 11/18/2024-2024	<u>8,000.000000</u>	97.017	8,042.26	8,042.26	7,761	281-	0.38	304	1
94974BGE4 WELLS FARGO & COMPANY DTD 11/04/2014 4.65% 11/04/2044	<u>7,000.000000</u>	97.288	6,983.83	6,983.83	6,810	174-	0.34	326	4

Total For Corporate Bonds 392,000.000000 396,457.25 396,457.25 399,778 3,321 15,689

Common Stock

AFL 001055102 93.000000 59.900 5,705.06 5,705.06 5,571 134- 0.28 153 1

AFLAC INC

<u>AMAG</u>	00163U106 AMAG PHARMACEUTICALS INC	<u>24.000000</u>	30.190	1,059.46	1,059.46	725	335-	0.04	(
<u>AHS</u>	001744101 AMN HEALTHCARE SERVICES INC	<u>46.000000</u>	31.050	581.44	581.44	1,428	847	0.07	(
<u>I</u>	00206R102 AT&T INC	<u>247.000000</u>	34.410	8,704.26	8,704.26	8,499	205-	0.42	474 !
<u>AZZ</u>	002474104 AZZ INC	<u>19.000000</u>	55.570	838.66	838.66	1,056	217	0.05	11 J
<u>ACHC</u>	00404A109 ACADIA HEALTHCARE CO INC	<u>30.000000</u>	62.460	1,722.93	1,722.93	1,874	151	0.09	(
<u>ATVI</u>	00507V109 ACTIVISION BLIZZARD INC	<u>99.000000</u>	38.710	2,140.44	2,140.44	3,832	1,692	0.19	23 (
<u>A</u>	00846U101 AGILENT TECHNOLOGIES INC	<u>26.000000</u>	41.810	1,003.56	1,003.56	1,087	84	0.05	12 J
<u>AIRM</u>	009128307 AIR METHODS CORP NEW	<u>19.000000</u>	41.930	846.23	846.23	797	50-	0.04	(
<u>AKAM</u>	00971T101 AKAMAI TECHNOLOGIES INC	<u>121.000000</u>	52.630	8,086.58	8,086.58	6,368	1,718-	0.31	(
<u>ALXN</u>	015351109 ALEXION PHARMACEUTICALS INC	<u>37.000000</u>	190.750	5,783.29	5,783.29	7,058	1,274	0.35	(
<u>ATI</u>	01741R102 ALLEGHENY TECHNOLOGIES INC	<u>51.000000</u>	P 11.250	2,100.18	2,100.18	574	1,526-	0.03	16 ;
<u>ALE</u>	018522300 ALLETE INC	<u>15.000000</u>	50.830	750.87	750.87	762	12	0.04	30 ;
<u>LNT</u>	018802108 ALLIANT CORP	<u>96.000000</u>	62.450	5,526.84	5,526.84	5,995	468	0.30	211 ;
<u>GOOG</u>	02079K107 ALPHABET INC CA-CL C	<u>8.000000</u>	758.880	2,742.33	2,742.33	6,071	3,329	0.30	(
<u>GOOGL</u>	02079K305 ALPHABET INC CA-CL A	<u>8.000000</u>	778.010	2,784.28	2,784.28	6,224	3,440	0.31	(
<u>AMZN</u>	023135106 AMAZON.COM INC	<u>16.000000</u>	675.890	5,017.39	5,017.39	10,814	5,797	0.53	(
<u>AXL</u>	024061103 AMERICAN AXLE & MFG HLDGS INC	<u>57.000000</u>	18.940	993.51	993.51	1,080	86	0.05	(
<u>AEL</u>	025676206 AMERICAN EQUITY INVT LIFE	<u>72.000000</u>	24.030	1,668.84	1,668.84	1,730	61	0.09	16 (
<u>AMT</u>	03027X100 AMERICAN TOWER CORPORATION CL A	<u>43.000000</u>	96.950	3,656.38	3,656.38	4,169	512	0.21	84 ;
<u>ABC</u>	03073E105 AMERISOURCEBERGEN CORP	<u>28.000000</u>	103.710	2,009.76	2,009.76	2,904	894	0.14	38 ;

<u>APH</u>	032095101 AMPHENOL CORP CL A	<u>158.000000</u>	52.230	7,530.60	7,530.60	8,252	722	0.41	88	:
<u>ANSS</u>	03662Q105 ANSYS INC	<u>65.000000</u>	92.500	4,941.30	4,941.30	6,013	1,071	0.30		(
<u>AAPL</u>	037833100 APPLE INC	<u>74.000000</u>	105.260	6,281.22	6,281.22	7,789	1,508	0.38	154	:
	04270V106 ARRIS GROUP INC	<u>45.000000</u>	30.570	1,437.88	1,437.88	1,376	62-	0.07		(
<u>AHT</u>	044103109 ASHFORD HOSPITALITY TRUST	<u>118.000000</u>	6.310	1,102.54	1,102.54	745	358-	0.04	57	:
<u>ADSK</u>	052769106 AUTO DESK INC	<u>39.000000</u>	60.930	1,451.28	1,451.28	2,376	925	0.12		(
<u>ADP</u>	053015103 AUTOMATIC DATA PROCESSING INC	<u>71.000000</u>	84.720	4,868.04	4,868.04	6,015	1,147	0.30	151	:
<u>BBT</u>	054937107 BB&T CORP	<u>149.000000</u>	37.810	5,508.86	5,508.86	5,634	125	0.28	161	:
<u>BCR</u>	067383109 CR BARD INC	<u>10.000000</u>	189.440	1,370.75	1,370.75	1,894	524	0.09	10	(
<u>BIG</u>	089302103 BIG LOTS INC	<u>22.000000</u>	38.540	967.92	967.92	848	120-	0.04	17	:
<u>BIO</u>	090572207 BIO-RAD LABORATORIES INC CL A	<u>10.000000</u>	138.660	1,254.44	1,254.44	1,387	132	0.07		(
<u>BLK</u>	09247X101 BLACKROCK INC	<u>18.000000</u>	340.520	3,868.00	3,868.00	6,129	2,261	0.30	157	:
<u>BLMN</u>	094235108 BLOOMIN' BRANDS INC	<u>93.000000</u>	16.890	1,888.05	1,888.05	1,571	317-	0.08	22	:
<u>BCC</u>	09739D100 BOISE CASCADE COMPANY	<u>37.000000</u>	25.530	936.84	936.84	945	8	0.05		(
<u>BWA</u>	099724106 BORG WARNER INC	<u>49.000000</u>	43.230	2,798.53	2,798.53	2,118	680-	0.10	25	:
<u>BXP</u>	101121101 BOSTON PROPERTIES INC	<u>12.000000</u>	127.540	1,411.20	1,411.20	1,530	119	0.08	31	:
<u>BDN</u>	105368203 BRANDYWINE RLTY TR	<u>89.000000</u>	13.660	1,290.24	1,290.24	1,216	75-	0.06	53	:
<u>BMJ</u>	110122108 BRISTOL MYERS SQUIBB CO	<u>210.000000</u>	68.790	12,640.23	12,640.23	14,446	1,806	0.71	319	:
<u>BC</u>	117043109 BRUNSWICK CORP	<u>41.000000</u>	50.510	1,749.95	1,749.95	2,071	321	0.10	25	:
<u>CBG</u>	12504L109 CBRE GROUP INC	<u>89.000000</u>	34.580	2,335.36	2,335.36	3,078	742	0.15		(
<u>CNO</u>	12621E103 CNO FINANCIAL GROUP, INC	<u>69.000000</u>	19.090	1,178.52	1,178.52	1,317	139	0.07	19	:
<u>CSX</u>	126408103	<u>81.000000</u>	25.950	2,284.81	2,284.81	2,102	183-	0.10	58	:

CSX CORP

<u>CBT</u>	127055101 CABOT CORP	<u>23.000000</u>	40.880	1,313.30	1,313.30	940	373-	0.05	20	;
<u>CAA</u>	128195104 CALATLANTIC GROUP INC	<u>27.000000</u>	37.920	1,174.73	1,174.73	1,024	151-	0.05	4	(
<u>CAH</u>	14149Y108 CARDINAL HEALTH INC	<u>66.000000</u>	89.270	4,660.74	4,660.74	5,892	1,231	0.29	102	;
<u>CATM</u>	14161H108 CARDTRONICS INC	<u>46.000000</u>	33.650	1,565.03	1,565.03	1,548	17-	0.08		(
<u>CRZO</u>	144577103 CARRIZO OIL & GAS INC	<u>22.000000</u>	29.580	1,134.07	1,134.07	651	483-	0.03		(
<u>CHFC</u>	163731102 CHEMICAL FINANCE CORP	<u>24.000000</u>	34.270	678.72	678.72	822	144	0.04	25	;
<u>CVX</u>	166764100 CHEVRON CORP	<u>68.000000</u>	89.960	4,650.64	4,650.64	6,117	1,467	0.30	291	;
<u>CNK</u>	17243V102 CINEMARK HOLDINGS INC	<u>53.000000</u>	33.430	1,608.70	1,608.70	1,772	163	0.09	53	;
<u>CRUS</u>	172755100 CIRRUS LOGIC CORP	<u>31.000000</u>	29.530	1,011.41	1,011.41	915	96-	0.05		(
<u>CSCO</u>	17275R102 CISCO SYSTEMS INC	<u>209.000000</u>	27.155	3,727.58	3,727.58	5,675	1,948	0.28	176	;
<u>CTSH</u>	192446102 COGNIZANT TECHNOLOGY SOLUTIONS CL A	<u>124.000000</u>	60.020	6,046.62	6,046.62	7,442	1,396	0.37		(
<u>COHR</u>	192479103 COHERENT INC	<u>17.000000</u>	65.110	1,036.42	1,036.42	1,107	70	0.05		(
<u>CFX</u>	194014106 COLFAX CORP	<u>51.000000</u>	23.350	2,238.40	2,238.40	1,191	1,048-	0.06		(
<u>COST</u>	22160K105 COSTCO WHOLESALE CORP	<u>60.000000</u>	161.500	7,286.25	7,286.25	9,690	2,404	0.48	96	(
<u>CMI</u>	231021106 CUMMINS INC	<u>19.000000</u>	88.010	2,844.87	2,844.87	1,672	1,173-	0.08	74	;
<u>DHI</u>	23331A109 D R HORTON INC	<u>142.000000</u>	32.030	3,241.31	3,241.31	4,548	1,307	0.22	45	;
<u>DHR</u>	235851102 DANAHER CORP DEL	<u>109.000000</u>	92.880	7,989.70	7,989.70	10,124	2,134	0.50	59	(
<u>DRI</u>	237194105 DARDEN RESTAURANTS INC	<u>28.000000</u>	63.640	1,248.74	1,248.74	1,782	533	0.09	56	;
<u>DVA</u>	23918K108 DAVITA HEALTHCARE PARTNERS INC	<u>66.000000</u>	69.710	4,590.96	4,590.96	4,601	10	0.23		(
<u>DK</u>	246647101 DELEK US HOLDINGS, INC	<u>23.000000</u>	24.600	566.87	566.87	566	1-	0.03	14	;
	249030107 DENTSPLY INTL INC NEW	<u>40.000000</u>	60.850	2,103.20	2,103.20	2,434	331	0.12	12	(

<u>DEPO</u>	249908104 DEPOMED INC	<u>66.000000</u>	18.130	1,035.84	1,035.84	1,197	161	0.06	(
<u>D</u>	25746U109 DOMINION RES INC VA	<u>78.000000</u>	67.640	5,618.88	5,618.88	5,276	343-	0.26	202 :
<u>DOV</u>	260003108 DOVER CORP	<u>16.000000</u>	61.310	1,400.98	1,400.98	981	420-	0.05	27 :
<u>DW</u>	26168L205 DREW INDUSTRIES INC	<u>8.000000</u>	60.890	474.23	474.23	487	13	0.02	(
<u>DFT</u>	26613Q106 DUPONT FABROS TECHNOLOGY (REIT)	<u>49.000000</u>	31.790	1,395.62	1,395.62	1,558	162	0.08	92 :
<u>EPR</u>	26884U109 EPR PROPERTIES	<u>24.000000</u>	58.450	1,459.95	1,459.95	1,403	57-	0.07	87 (
<u>EGBN</u>	268948106 EAGLE BANCORP, INC	<u>19.000000</u>	50.470	858.44	858.44	959	100	0.05	(
<u>EMN</u>	277432100 EASTMAN CHEMICAL CO	<u>36.000000</u>	67.510	2,940.96	2,940.96	2,430	511-	0.12	66 :
<u>EV</u>	278265103 EATON VANCE CORP COM NON VTG	<u>54.000000</u>	32.430	1,900.00	1,900.00	1,751	149-	0.09	57 :
<u>SATS</u>	278768106 ECHOSTAR CORPORATION	<u>35.000000</u>	39.110	1,563.93	1,563.93	1,369	195-	0.07	(
<u>ECL</u>	278865100 ECOLAB INC	<u>76.000000</u>	114.380	7,946.93	7,946.93	8,693	746	0.43	106 :
<u>EFII</u>	286082102 ELECTRONICS FOR IMAGING INC	<u>33.000000</u>	46.740	1,234.86	1,234.86	1,542	308	0.08	(
<u>EBS</u>	29089Q105 EMERGENT BIOSOLUTIONS INC	<u>41.000000</u>	40.010	1,150.60	1,150.60	1,640	490	0.08	(
<u>ENS</u>	29275Y102 ENERSYS	<u>13.000000</u>	55.930	873.08	873.08	727	146-	0.04	9 :
<u>ENTG</u>	29362U104 ENTEGRIS INC	<u>77.000000</u>	13.270	868.56	868.56	1,022	153	0.05	(
<u>EEFT</u>	298736109 EURONET WORLDWIDE INC	<u>23.000000</u>	72.430	1,169.54	1,169.54	1,666	496	0.08	(
<u>ESRX</u>	30219G108 EXPRESS SCRIPTS HOLDING CO	<u>123.000000</u>	87.410	8,766.47	8,766.47	10,751	1,985	0.53	(
<u>XOM</u>	30231G102 EXXON MOBIL CORP	<u>111.000000</u>	77.950	8,961.66	8,961.66	8,652	309-	0.43	324 :
<u>FTI</u>	30249U101 FMC TECHNOLOGIES INC	<u>131.000000</u>	29.010	5,971.81	5,971.81	3,800	2,172-	0.19	(
<u>FNB</u>	302520101 FNB CORP	<u>108.000000</u>	13.340	1,352.20	1,352.20	1,441	89	0.07	52 :
<u>FB</u>	30303M102 FACEBOOK INC - A	<u>119.000000</u>	104.660	10,118.88	10,118.88	12,455	2,336	0.61	(

<u>FAST</u>	311900104 FASTENAL CO	<u>177.000000</u>	40.820	7,850.49	7,850.49	7,225	625-	0.36	198	;
<u>FMER</u>	337915102 FIRSTMERIT CORP	<u>96.000000</u>	18.650	1,850.90	1,850.90	1,790	61-	0.09	65	;
<u>FLT</u>	339041105 FLEETCOR TECHNOLOGIES INC	<u>47.000000</u>	142.930	7,402.93	7,402.93	6,718	685-	0.33		(
<u>FET</u>	34984V100 FORUM ENERGY TECHNOLOGIES INC	<u>60.000000</u>	12.460	1,030.10	1,030.10	748	283-	0.04		(
<u>GMT</u>	361448103 GATX CORP	<u>40.000000</u>	42.550	2,602.20	2,602.20	1,702	900-	0.08	61	;
<u>AJG</u>	363576109 GALLAGHER ARTHUR J & CO	<u>125.000000</u>	40.940	5,543.29	5,543.29	5,118	426-	0.25	185	;
<u>GD</u>	369550108 GENERAL DYNAMICS CORP	<u>17.000000</u>	137.360	1,999.97	1,999.97	2,335	335	0.12	47	;
<u>GE</u>	369604103 GENERAL ELECTRIC CO	<u>222.000000</u>	31.150	4,894.97	4,894.97	6,915	2,020	0.34	204	;
<u>GIS</u>	370334104 GENERAL MILLS INC	<u>46.000000</u>	57.660	2,291.87	2,291.87	2,652	360	0.13	81	;
<u>GPN</u>	37940X102 GLOBAL PMTS INC	<u>38.000000</u>	64.510	1,241.46	1,241.46	2,451	1,210	0.12	2	(
<u>GMED</u>	379577208 GLOBUS MEDICAL INC-A	<u>74.000000</u>	27.820	1,849.45	1,849.45	2,059	209	0.10		(
<u>LOPE</u>	38526M106 GRAND CANYON EDUCATION INC.	<u>38.000000</u>	40.120	1,633.01	1,633.01	1,525	108-	0.08		(
<u>GVA</u>	387328107 GRANITE CONSTR INC	<u>28.000000</u>	42.910	947.06	947.06	1,201	254	0.06	15	;
<u>GPK</u>	388689101 GRAPHIC PACKAGING HOLDING CO	<u>106.000000</u>	12.830	1,158.85	1,158.85	1,360	201	0.07	21	;
<u>GWB</u>	391416104 GREAT WESTERN BANCORP INC	<u>37.000000</u>	29.020	1,116.83	1,116.83	1,074	43-	0.05	21	;
<u>HAS</u>	418056107 HASBRO INC	<u>34.000000</u>	67.360	1,250.50	1,250.50	2,290	1,040	0.11	63	;
<u>HTH</u>	432748101 HILLTOP HOLDINGS INC	<u>64.000000</u>	19.220	1,461.76	1,461.76	1,230	232-	0.06		(
<u>HFC</u>	436106108 HOLLYFRONTIER CORPORATION	<u>53.000000</u>	39.890	2,685.68	2,685.68	2,114	572-	0.10	70	;
<u>HMN</u>	440327104 HORACE MANN EDUCATORS CORP N	<u>22.000000</u>	33.180	678.24	678.24	730	52	0.04	22	;
<u>HUN</u>	447011107 HUNTSMAN CORP	<u>61.000000</u>	11.370	808.57	808.57	694	115-	0.03	31	;

<u>IDA</u>	451107106 IDACORP INC	<u>11.000000</u>	68.000	700.75	700.75	748	47	0.04	22	;
<u>ITW</u>	452308109 ILLINOIS TOOL WORKS INC	<u>32.000000</u>	92.680	2,699.26	2,699.26	2,966	267	0.15	70	;
<u>IDTI</u>	458118106 INTEGRATED DEVICE TECH INC	<u>50.000000</u>	26.350	796.41	796.41	1,318	521	0.07		(
<u>INTC</u>	458140100 INTEL CORP	<u>95.000000</u>	34.450	1,657.62	1,657.62	3,273	1,615	0.16	91	;
<u>ICE</u>	45866F104 INTERCONTINENTALEXCHANGE	<u>13.000000</u>	256.260	2,711.66	2,711.66	3,331	620	0.16	39	;
<u>INTU</u>	461202103 INTUIT INC	<u>43.000000</u>	96.500	3,333.62	3,333.62	4,150	816	0.20	52	;
<u>ISRG</u>	46120E602 INTUITIVE SURGICAL INC	<u>14.000000</u>	546.160	5,134.56	5,134.56	7,646	2,512	0.38		(
<u>IRDM</u>	46269C102 IRIDIUM COMMUNICATIONS, INC	<u>136.000000</u>	8.410	1,441.61	1,441.61	1,144	298-	0.06		(
<u>JPM</u>	46625H100 J P MORGAN CHASE & CO	<u>129.000000</u>	66.030	3,810.25	3,810.25	8,518	4,708	0.42	227	;
<u>JOY</u>	481165108 JOY GLOBAL INC	<u>34.000000</u>	12.610	2,035.24	2,035.24	429	1,607-	0.02	1	(
<u>JCOM</u>	48123V102 J2 GLOBAL INC	<u>22.000000</u>	82.320	1,029.93	1,029.93	1,811	781	0.09	28	;
<u>KAR</u>	48238T109 KAR AUCTION SERVICES INC.	<u>70.000000</u>	37.030	2,623.12	2,623.12	2,592	31-	0.13	76	;
<u>KEY</u>	493267108 KEYCORP	<u>155.000000</u>	13.190	2,073.84	2,073.84	2,044	29-	0.10	47	;
<u>KEYS</u>	49338L103 KEYSIGHT TECHNOLOGIES INC	<u>33.000000</u>	28.330	1,066.33	1,066.33	935	131-	0.05		(
<u>KMB</u>	494368103 KIMBERLY CLARK CORP	<u>51.000000</u>	127.300	5,400.58	5,400.58	6,492	1,092	0.32	180	;
<u>KRG</u>	49803T300 KITE REALTY GROUP TRUST REIT	<u>54.000000</u>	25.930	1,388.96	1,388.96	1,400	11	0.07	59	;
<u>KFY</u>	500643200 KORN FERRY INTL COM NEW	<u>42.000000</u>	33.180	1,204.14	1,204.14	1,394	189	0.07	17	;
<u>KHC</u>	500754106 KRAFT HEINZ CO	<u>75.000000</u>	72.760	4,360.68	4,360.68	5,457	1,096	0.27	173	;
<u>LZB</u>	505336107 LA-Z-BOY CHAIR CO	<u>57.000000</u>	24.420	1,396.58	1,396.58	1,392	5-	0.07	23	;
<u>LH</u>	50540R409 LABORATORY CORP AMER HLDGS COM NEW	<u>18.000000</u>	123.640	2,127.96	2,127.96	2,226	98	0.11		(

<u>LKFN</u>	511656100 LAKELAND FINANCIAL CORP	<u>14.000000</u>	46.620	511.42	511.42	653	141	0.03	14	;
<u>LVS</u>	517834107 LAS VEGAS SANDS CORP	<u>59.000000</u>	43.840	3,389.36	3,389.36	2,587	803-	0.13	153	!
<u>EL</u>	518439104 LAUDER ESTEE COS INC CL A	<u>135.000000</u>	88.060	9,911.57	9,911.57	11,888	1,977	0.59	162	:
<u>LLY</u>	532457108 ELI LILLY & CO	<u>65.000000</u>	84.260	3,858.40	3,858.40	5,477	1,619	0.27	133	:
<u>LAD</u>	536797103 LITHIA MOTORS INC CL A	<u>10.000000</u>	106.670	735.32	735.32	1,067	331	0.05	8	(
<u>LFUS</u>	537008104 LITTLEFUSE INC	<u>11.000000</u>	107.010	1,000.12	1,000.12	1,177	177	0.06	13	!
<u>SHOO</u>	556269108 STEVEN MADDEN, LTD.	<u>33.000000</u>	30.220	1,158.16	1,158.16	997	161-	0.05		(
<u>MAS</u>	574599106 MASCO CORP	<u>88.000000</u>	28.300	1,580.71	1,580.71	2,490	910	0.12	33	!
<u>MMS</u>	577933104 MAXIMUS INC	<u>23.000000</u>	56.250	975.43	975.43	1,294	318	0.06	4	(
<u>MJN</u>	582839106 MEAD JOHNSON NUTRITION COMPANY	<u>105.000000</u>	78.950	9,041.93	9,041.93	8,290	752-	0.41	173	:
<u>MD</u>	585028106 MEDNAX, INC MEDNAX	<u>23.000000</u>	71.660	1,360.91	1,360.91	1,648	287	0.08		(
<u>MRK</u>	58933Y105 MERCK & CO. INC. NEW	<u>152.000000</u>	52.820	5,577.50	5,577.50	8,029	2,451	0.40	280	:
<u>MTH</u>	59001A102 MERITAGE HOMES CORP	<u>15.000000</u>	33.990	655.09	655.09	510	145-	0.03		(
<u>MSCC</u>	595137100 MICROSEMI CORP	<u>43.000000</u>	32.590	1,007.92	1,007.92	1,401	393	0.07		(
<u>MLHR</u>	600544100 MILLER HERMAN INC	<u>46.000000</u>	28.700	1,295.88	1,295.88	1,320	24	0.07	27	:
<u>MOH</u>	60855R100 MOLINA HEALTHCARE INC	<u>12.000000</u>	60.130	809.08	809.08	722	88-	0.04		(
<u>MUR</u>	626717102 MURPHY OIL CORP	<u>23.000000</u>	22.450	1,486.03	1,486.03	516	970-	0.03	32	(
<u>NATI</u>	636518102 NATIONAL INSTRS CORP	<u>130.000000</u>	28.690	3,512.60	3,512.60	3,730	217	0.18	99	:
<u>NOV</u>	637071101 NATIONAL OILWELL VARCO INC	<u>64.000000</u>	33.490	3,881.85	3,881.85	2,143	1,738-	0.11	118	!
<u>N</u>	64118Q107 NETSUITE INC	<u>49.000000</u>	84.620	4,371.02	4,371.02	4,146	225-	0.20		(
<u>NJR</u>	646025106 NEW JERSEY RES	<u>24.000000</u>	32.960	725.24	725.24	791	66	0.04	23	:
<u>NFX</u>	651290108 NEWFIELD EXPL CO	<u>58.000000</u>	32.560	1,861.80	1,861.80	1,888	27	0.09		(

<u>NEE</u>	65339F101 NEXTERA ENERGY, INC.	<u>55.000000</u>	103.890	3,192.58	3,192.58	5,714	2,521	0.28	169	1
<u>OXY</u>	674599105 OCCIDENTAL PETE CORP	<u>76.000000</u>	67.610	6,659.25	6,659.25	5,138	1,521-	0.25	228	1
<u>OMCL</u>	68213N109 OMNICELL INC	<u>22.000000</u>	31.080	648.69	648.69	684	35	0.03		1
<u>OA</u>	68557N103 ORBITAL ATK INC	<u>30.000000</u>	89.340	2,085.62	2,085.62	2,680	595	0.13	31	1
<u>PNC</u>	693475105 PNC BANK CORP	<u>61.000000</u>	95.310	5,105.41	5,105.41	5,814	709	0.29	124	1
<u>PKG</u>	695156109 PACKAGING CORP OF AMERICA	<u>26.000000</u>	63.050	1,718.10	1,718.10	1,639	79-	0.08	57	1
<u>PMT</u>	70931T103 PENNYMAC MORTGAGE INVESTMENT TR	<u>50.000000</u>	15.260	1,153.00	1,153.00	763	390-	0.04	94	1
<u>PEP</u>	713448108 PEPSICO INC	<u>58.000000</u>	99.920	3,058.60	3,058.60	5,795	2,737	0.29	163	1
<u>PFE</u>	717081103 PFIZER INC	<u>244.000000</u>	32.280	7,971.67	7,971.67	7,876	95-	0.39	293	1
<u>PLT</u>	727493108 PLANTRONICS INC NEW	<u>28.000000</u>	47.420	1,424.60	1,424.60	1,328	97-	0.07	17	1
<u>PRIM</u>	74164F103 PRIMORIS SERVICES CORPORATION	<u>58.000000</u>	22.030	1,611.95	1,611.95	1,278	334-	0.06	13	1
<u>PG</u>	742718109 PROCTER & GAMBLE CO	<u>73.000000</u>	79.410	3,850.36	3,850.36	5,797	1,947	0.29	194	1
<u>PGR</u>	743315103 PROGRESSIVE CORP OHIO	<u>62.000000</u>	31.800	1,573.90	1,573.90	1,972	398	0.10	43	1
<u>PRU</u>	744320102 PRUDENTIAL FINANCIAL INC	<u>103.000000</u>	81.410	4,790.11	4,790.11	8,385	3,595	0.41	288	1
<u>QCOM</u>	747525103 QUALCOMM INC	<u>47.000000</u>	49.985	2,231.64	2,231.64	2,349	118	0.12	90	1
<u>RDN</u>	750236101 RADIANT GROUP INC	<u>115.000000</u>	13.390	1,800.41	1,800.41	1,540	261-	0.08	1	1
<u>RJF</u>	754730109 RAYMOND JAMES FINL INC	<u>45.000000</u>	57.970	2,242.98	2,242.98	2,609	366	0.13	36	1
<u>RTN</u>	755111507 RAYTHEON CO	<u>53.000000</u>	124.530	5,107.54	5,107.54	6,600	1,493	0.33	142	1
<u>RGC</u>	758766109 REGAL ENTMT GROUP CL A	<u>289.000000</u>	18.870	5,276.51	5,276.51	5,453	177	0.27	254	1
<u>RGAI</u>	759351604 REINSURANCE GROUP OF AMERICA	<u>19.000000</u>	85.550	1,441.53	1,441.53	1,625	184	0.08	28	1
<u>RSG</u>	760759100 REPUBLIC SVCS INC CL A	<u>202.000000</u>	43.990	7,314.74	7,314.74	8,886	1,571	0.44	242	1

<u>RHP</u>	78377T107 RYMAN HOSPITALITY PPTYS INC	<u>27.000000</u>	51.640	1,444.59	1,444.59	1,394	50-	0.07	76	5
<u>CRM</u>	79466L302 SALESFORCE.COM INC	<u>121.000000</u>	78.400	6,276.35	6,276.35	9,486	3,210	0.47		(
<u>SCSC</u>	806037107 SCANSOURCE INC	<u>21.000000</u>	32.220	883.82	883.82	677	207-	0.03		(
<u>SLB</u>	806857108 SCHLUMBERGER LTD	<u>107.000000</u>	69.750	5,961.49	5,961.49	7,463	1,502	0.37	214	2
<u>SCHW</u>	808513105 CHARLES SCHWAB CORP	<u>217.000000</u>	32.930	5,763.46	5,763.46	7,146	1,382	0.35	52	(
<u>SMG</u>	810186106 SCOTTS MIRACLE-GRO CO	<u>24.000000</u>	64.510	1,469.52	1,469.52	1,548	79	0.08	45	2
<u>SEE</u>	81211K100 SEALED AIR CORP	<u>83.000000</u>	44.600	2,824.96	2,824.96	3,702	877	0.18	43	1
<u>SBGI</u>	829226109 SINCLAIR BROADCAST GROUP INC CL A	<u>36.000000</u>	32.540	949.26	949.26	1,171	222	0.06	24	2
<u>SKYW</u>	830879102 SKYWEST INC	<u>37.000000</u>	19.020	567.21	567.21	704	137	0.03	6	(
<u>SNA</u>	833034101 SNAP ON INC	<u>29.000000</u>	171.430	3,658.81	3,658.81	4,971	1,313	0.25	71	1
<u>SO</u>	842587107 SOUTHERN CO	<u>48.000000</u>	46.790	2,210.12	2,210.12	2,246	36	0.11	104	4
<u>SE</u>	847560109 SPECTRA ENERGY CORP	<u>190.000000</u>	23.940	6,851.12	6,851.12	4,549	2,303-	0.22	281	(
<u>STMP</u>	852857200 STAMPS.COM INC.	<u>12.000000</u>	109.610	551.64	551.64	1,315	764	0.06		(
<u>SBUX</u>	855244109 STARBUCKS CORP	<u>161.000000</u>	60.030	5,705.03	5,705.03	9,665	3,960	0.48	129	1
<u>SCS</u>	858155203 STEELCASE INC CL A	<u>60.000000</u>	14.900	1,074.87	1,074.87	894	181-	0.04	27	2
<u>SRCL</u>	858912108 STERICYCLE INC	<u>69.000000</u>	120.600	8,006.09	8,006.09	8,321	315	0.41		(
<u>SF</u>	860630102 STIFEL FINL CORP	<u>44.000000</u>	42.360	2,025.98	2,025.98	1,864	162-	0.09		(
<u>INN</u>	866082100 SUMMIT HOTEL PROPERTIES, INC	<u>107.000000</u>	11.950	1,021.35	1,021.35	1,279	257	0.06	50	2
<u>SMCI</u>	86800U104 SUPER MICRO COMPUTER, INC.	<u>54.000000</u>	24.510	1,776.48	1,776.48	1,324	453-	0.07		(
<u>SUPN</u>	868459108 SUPERNUS PHARMACEUTICALS	<u>82.000000</u>	13.440	1,537.74	1,537.74	1,102	436-	0.05		(
<u>SWFT</u>	87074U101	<u>73.000000</u>	13.820	1,769.31	1,769.31	1,009	760-	0.05		(

SWIFT TRANSPORTATION CO.

<u>SYNA</u>	87157D109 SYNAPTICS INC	<u>17.000000</u>	80.340	1,019.37	1,019.37	1,366	346	0.07	(
<u>SNPS</u>	871607107 SYNOPSYS INC	<u>40.000000</u>	45.610	1,567.50	1,567.50	1,824	257	0.09	(
<u>TJX</u>	872540109 TJX COS INC NEW	<u>64.000000</u>	70.910	3,784.96	3,784.96	4,538	753	0.22	54 ;
<u>TGT</u>	87612E106 TARGET CORP	<u>69.000000</u>	72.610	5,321.28	5,321.28	5,010	311-	0.25	155 ;
<u>TMH</u>	87817A107 TEAM HEALTH HOLDINGS, INC.	<u>25.000000</u>	43.890	1,287.20	1,287.20	1,097	190-	0.05	(
<u>TEN</u>	880349105 TENNECO AUTOMOTIVE INC	<u>28.000000</u>	45.910	1,646.06	1,646.06	1,285	361-	0.06	(
<u>TSRA</u>	88164L100 TESSERA TECHNOLOGIES INC	<u>39.000000</u>	30.010	1,513.21	1,513.21	1,170	343-	0.06	31 ;
<u>TXRH</u>	882681109 TEXAS ROADHOUSE INC	<u>41.000000</u>	35.770	999.58	999.58	1,467	467	0.07	28 ;
<u>THO</u>	885160101 THOR INDS INC	<u>26.000000</u>	56.150	1,569.75	1,569.75	1,460	110-	0.07	31 ;
<u>MMM</u>	88579Y101 3M CO	<u>57.000000</u>	150.640	6,905.45	6,905.45	8,586	1,681	0.42	234 ;
<u>TRIP</u>	896945201 TRIPADVISOR INC. - W/I	<u>120.000000</u>	85.250	8,691.51	8,691.51	10,230	1,538	0.50	(
<u>TBI</u>	89785X101 TRUEBLUE INC	<u>18.000000</u>	25.760	456.25	456.25	464	7	0.02	(
<u>USB</u>	902973304 US BANCORP DEL	<u>131.000000</u>	42.670	5,310.68	5,310.68	5,590	279	0.28	134 ;
<u>USCR</u>	90333L201 U S CONCRETE INC	<u>16.000000</u>	52.660	586.99	586.99	843	256	0.04	(
<u>UA</u>	904311107 UNDER ARMOUR INC CLASS A	<u>56.000000</u>	80.610	5,357.32	5,357.32	4,514	843-	0.22	(
<u>WOOF</u>	918194101 VCA, INC.	<u>23.000000</u>	55.000	704.26	704.26	1,265	561	0.06	(
<u>VAL</u>	920355104 VALSPAR CORP	<u>40.000000</u>	82.950	2,915.72	2,915.72	3,318	402	0.16	53 ;
<u>VZ</u>	92343V104 VERIZON COMMUNICATIONS	<u>119.000000</u>	46.220	3,640.89	3,640.89	5,500	1,859	0.27	269 ;
<u>V</u>	92826C839 VISA INC - CLASS A SHRS	<u>171.000000</u>	77.550	4,994.57	4,994.57	13,261	8,266	0.66	96 (
<u>WEC</u>	92939U106 WEC ENERGY GROUP INC	<u>37.000000</u>	51.310	1,713.01	1,713.01	1,898	185	0.09	67 ;
<u>WNC</u>	929566107 WABASH NATL CORP	<u>74.000000</u>	11.830	954.60	954.60	875	79-	0.04	(
<u>WAB</u>	929740108	<u>31.000000</u>	71.120	2,286.49	2,286.49	2,205	82-	0.11	10 (

WABTEC

<u>WM</u>	94106L109 WASTE MANAGEMENT INC	<u>108.000000</u>	53.370	4,786.38	4,786.38	5,764	978	0.28	166 ;
<u>WWW</u>	94733A104 WEB.COM GROUP INC.	<u>40.000000</u>	20.010	903.91	903.91	800	104-	0.04	(
<u>WCG</u>	94946T106 WELLCARE HEALTH PLANS INC	<u>12.000000</u>	78.210	896.51	896.51	939	42	0.05	(
<u>WFC</u>	949746101 WELLS FARGO & CO	<u>155.000000</u>	54.360	7,988.34	7,988.34	8,426	437	0.42	233 ;
<u>WSBC</u>	950810101 WESBANCO INC	<u>20.000000</u>	30.020	605.60	605.60	600	5-	0.03	18 ;
<u>WAL</u>	957638109 WESTERN ALLIANCE BANCORP	<u>54.000000</u>	35.860	1,230.66	1,230.66	1,936	706	0.10	(
<u>WLL</u>	966387102 WHITING PETROLEUM CORP	<u>27.000000</u>	9.440	1,997.19	1,997.19	255	1,742-	0.01	(
<u>WIBC</u>	97186T108 WILSHIRE BANCORP INC	<u>88.000000</u>	11.550	879.16	879.16	1,016	137	0.05	21 ;
<u>WTFC</u>	97650W108 WINTRUST FINANCIAL CORP	<u>42.000000</u>	48.520	1,909.00	1,909.00	2,038	129	0.10	18 (
<u>XLNX</u>	983919101 XILINX INC	<u>135.000000</u>	46.970	6,205.90	6,205.90	6,341	135	0.31	167 ;
<u>NBR</u>	G6359F103 NABORS INDUSTRIES LTD	<u>120.000000</u>	P 8.510	2,980.80	2,980.80	1,021	1,960-	0.05	29 ;
<u>SIG</u>	G81276100 SIGNET JEWELERS LTD	<u>8.000000</u>	123.690	953.12	953.12	990	36	0.05	7 (

Total For Common Stock 14,262.000000 643,750.71 643,750.71 735,393 91,643 13,377

Foreign Stock

<u>ALIOY</u>	00507G102 ACTELION LTD - UNSP ADR	<u>45.000000</u>	34.865	1,377.40	1,377.40	1,569	192	0.08	(
<u>BUD</u>	03524A108 ANHEUSER BUSCH INBEV SPONSOR ADR	<u>41.000000</u>	125.000	5,121.38	5,121.38	5,125	4	0.25	132 ;
<u>ASHTY</u>	045055100 ASHTREAD GROUP PLC UNSPONSORED ADR	<u>23.000000</u>	65.972	1,616.21	1,616.21	1,517	99-	0.07	21 ;
<u>ASAZY</u>	045387107 ASSA ABLY AB	<u>257.000000</u>	10.557	2,553.81	2,553.81	2,713	159	0.13	26 (
<u>ASBFY</u>	045519402 ASSOC BRITISH FOODS-UNSP ADR	<u>28.000000</u>	49.258	1,329.74	1,329.74	1,379	49	0.07	13 (
<u>BRGY</u>	055434203 BG GROUP PLC SPON ADR	<u>66.000000</u>	14.518	993.30	993.30	958	35-	0.05	18 ;
<u>BNPOY</u>	05565A202 BNP PARIBAS SPONSORED ADR	<u>50.000000</u>	28.369	1,451.90	1,451.90	1,418	33-	0.07	29 ;

<u>BAYRY</u>	072730302 BAYER A G SPONSORED ADRS ONE ADR REPRS 1 ORD SH	<u>24.000000</u>	125.793	3,348.52	3,348.52	3,019	329-	0.15	43	1
<u>BHP</u>	088606108 BHP BILLITON LTD SPONSORED ADR ONE ADR RPRS 2 ORD SHS	<u>56.000000</u>	25.760	2,437.92	2,437.92	1,443	995-	0.07	139	9
<u>BTI</u>	110448107 BRITISH AMERN TOB PLC SPONSORED ADR EACH ADR REPRS TWO ORDINARY SHS	<u>27.000000</u>	110.450	3,180.79	3,180.79	2,982	199-	0.15	122	4
<u>CABGY</u>	142795202 CARLSBERG A/S - B -SPON ADR	<u>128.000000</u>	17.832	2,248.09	2,248.09	2,283	34	0.11	22	0
<u>CFRUY</u>	204319107 CIE FINANCIERE RICH - UNSP ADR	<u>174.000000</u>	7.203	1,495.46	1,495.46	1,253	242-	0.06	16	1
<u>CMPGY</u>	20449X302 COMPASS GROUP PLC ADR	<u>129.000000</u>	17.318	2,185.24	2,185.24	2,234	49	0.11	50	2
<u>CTTAY</u>	210771200 CONTINENTAL AG SPONSORED ADR	<u>19.000000</u>	48.786	899.27	899.27	927	28	0.05	10	1
<u>CS</u>	225401108 CREDIT SUISSE GROUP SPONSORED ADR EACH ADR RPRS 1 REGISTERED SHR	<u>38.000000</u>	21.690	953.44	953.44	824	129-	0.04	28	3
<u>DWAHY</u>	234062206 DAIWA HOUSE INDUS UNSPONSORED ADR	<u>134.000000</u>	29.120	2,824.12	2,824.12	3,902	1,078	0.19	50	1
<u>ECA</u>	292505104 ENCANA CORP	<u>101.000000</u>	5.090	1,332.61	1,332.61	514	819-	0.03	28	1
<u>FSNUY</u>	35804M105 FRECENIUS SE & CO KGAA - SPON ADR	<u>130.000000</u>	17.916	1,901.82	1,901.82	2,329	427	0.12	10	0
<u>GEAGY</u>	361592108 GEA GROUP AG - SPON ADR	<u>15.000000</u>	40.627	625.50	625.50	609	16-	0.03	8	1
<u>IFJPY</u>	45672B305 INFORMA PLC - SP ADR	<u>92.000000</u>	18.070	1,601.10	1,601.10	1,662	61	0.08	48	2
<u>JAPAY</u>	471105205 JAPAN TOBACCO INC UNSPONSORED ADR	<u>118.000000</u>	18.584	1,763.95	1,763.95	2,193	429	0.11	39	1
<u>KBCSY</u>	48241F104 KBC GROEP NV UNSP ADR	<u>38.000000</u>	31.323	1,180.10	1,180.10	1,190	10	0.06	30	2
<u>KDDIY</u>	48667L106 KDDI CORPORATION - UNSPONSORED ADR	<u>198.000000</u>	13.109	2,323.20	2,323.20	2,596	272	0.13	37	1
<u>KMTUY</u>	500458401 KOMATSU LTD SPON ADR NEW	<u>47.000000</u>	16.559	980.89	980.89	778	203-	0.04	18	2

	ONE ADR REPRS FOUR ORDINARY SHS								
<u>LYG</u>	539439109 LLOYDS BANKING GROUP PLC SPONS ADR ONE ADR REPRESENTS 4 ORDINARY SHS	<u>524.000000</u>	4.360	2,581.63	2,581.63	2,285	297-	0.11	48 ;
<u>MKTAY</u>	560877300 MAKITA CORP	<u>34.000000</u>	58.440	1,650.61	1,650.61	1,987	336	0.10	29 ;
<u>MDLAY</u>	58502L104 MEDIOLANUM SPA UNSPONSOR ADR	<u>83.000000</u>	16.446	1,274.48	1,274.48	1,365	91	0.07	33 ;
<u>NVS</u>	66987V109 NOVARTIS A G ADR ONE ADR REPRS 1/20TH OF A SHARE	<u>58.000000</u>	86.040	5,936.72	5,936.72	4,990	946-	0.25	131 ;
<u>NVO</u>	670100205 NOVO NORDISK A/S SPONSORED ADR ONE ADR REPRS 1/2 OF CL 'B' SHS	<u>43.000000</u>	58.080	2,066.30	2,066.30	2,497	431	0.12	23 (
<u>PUK</u>	74435K204 PRUDENTIAL PLC ADR	<u>86.000000</u>	45.080	3,931.20	3,931.20	3,877	54-	0.19	102 ;
<u>RDEIY</u>	756568101 RED ELECTRICA CORPORATION SA - UNSPON ADR	<u>94.000000</u>	16.753	1,565.30	1,565.30	1,575	9	0.08	45 ;
<u>RELX</u>	759530108 REED ELSEVIER PLC - SPON ADR	<u>80.000000</u>	17.830	1,372.97	1,372.97	1,426	53	0.07	33 ;
<u>REXMY</u>	761655604 REXAM PLC -SPONSORED ADR	<u>37.000000</u>	44.549	1,593.23	1,593.23	1,648	55	0.08	50 ;
<u>RDSA</u>	780259206 ROYAL DUTCH SHELL PLC-ADR	<u>25.000000</u>	45.790	1,475.16	1,475.16	1,145	330-	0.06	80 (
<u>KKPNY</u>	780641205 ROYAL KPN NV	<u>313.000000</u>	3.793	1,073.59	1,073.59	1,187	114	0.06	40 ;
<u>RYAAY</u>	783513203 RYANAIR HOLDINGS PLC SP ADR	<u>20.000000</u>	86.460	1,460.84	1,460.84	1,729	268	0.09	43 ;
<u>RYKKY</u>	78392U105 RYOHIN KEIKAKU CO LTD UNSP ADR	<u>29.000000</u>	40.550	745.30	745.30	1,176	431	0.06	8 (
<u>SAXPY</u>	79588J102 SAMPO OYJ - A SHS-UNSP ADR	<u>80.000000</u>	25.528	2,005.08	2,005.08	2,042	37	0.10	68 ;
<u>SVNDY</u>	81783H105 SEVEN & I HOLDINGS CO.,LTD.	<u>77.000000</u>	23.068	1,474.55	1,474.55	1,776	302	0.09	16 (
<u>SHPG</u>	82481R106 SHIRE PLC SPONSORED ADR ONE ADR REPRES 5 ORD SHS	<u>12.000000</u>	205.000	2,839.60	2,839.60	2,460	380-	0.12	8 (
<u>SFTBY</u>	83404D109 SOFTBANK GROUP CORPORATION - UNSPONS	<u>81.000000</u>	25.516	2,805.57	2,805.57	2,067	739-	0.10	9 (

ADR									
<u>SNE</u>	835699307 SONY CORP SPONSORED ADR ONE ADR REPRS ONE ORD SHARES	<u>64.000000</u>	24.610	1,808.26	1,808.26	1,575	233-	0.08	4 (
<u>SMFG</u>	86562M209 SUMITOMO MITSUI FINL GROUP INC - SPONS ADR	<u>335.000000</u>	7.590	2,752.42	2,752.42	2,543	210-	0.13	72 (
<u>SUTNY</u>	86562X106 SUMITOMO MITSUI TRUST HOLDINGS SPON ADR	<u>154.000000</u>	3.832	631.40	631.40	590	41-	0.03	12 (
<u>SWDBY</u>	870195104 SWEDBANK AB	<u>95.000000</u>	22.193	2,450.07	2,450.07	2,108	342-	0.10	103 (
<u>TELNY</u>	87944W105 TELENOR ASA-ADS	<u>23.000000</u>	50.264	1,563.79	1,563.79	1,156	408-	0.06	52 (
<u>TEVA</u>	881624209 TEVA PHARMACEUTICAL INDS SPONS ADR ONE ADR REPRS ONE ORD SHARE	<u>44.000000</u>	65.640	2,485.56	2,485.56	2,888	403	0.14	51 (
<u>UL</u>	904767704 UNILEVER PLC SPONSORED ADR ONE ADR REPRS 4 ORD SHS	<u>65.000000</u>	43.120	2,803.54	2,803.54	2,803	1-	0.14	85 (
<u>VLECY</u>	919134304 VALEO SA	<u>24.000000</u>	77.426	1,770.18	1,770.18	1,858	88	0.09	24 (
<u>VCISY</u>	927320101 VINCI SA	<u>90.000000</u>	16.061	1,386.61	1,386.61	1,445	59	0.07	31 (
<u>VIVHY</u>	92852T201 VIVENDI UNSPON ADR	<u>56.000000</u>	21.574	1,498.62	1,498.62	1,208	290-	0.06	98 (
<u>WOSYY</u>	977868306 WOLSELEY PLC ADR	<u>277.000000</u>	5.440	1,725.28	1,725.28	1,507	218-	0.07	33 (
<u>WTKWY</u>	977874205 WOLTERS KLUWER N V SPONSORED ADR ONE ADR REPRESENTS ONE CVA SHARE	<u>52.000000</u>	33.637	1,673.42	1,673.42	1,749	76	0.09	45 (
<u>AON</u>	G0408V102 AON PLC	<u>26.000000</u>	92.210	2,513.86	2,513.86	2,397	116-	0.12	31 (
<u>FN</u>	G3323L100 FABRINET	<u>42.000000</u>	23.820	901.62	901.62	1,000	99	0.05	(
<u>G</u>	G3922B107 GENPACT LIMITED	<u>292.000000</u>	24.980	4,909.28	4,909.28	7,294	2,385	0.36	(
<u>HELE</u>	G4388N106 HELEN OF TROY LTD	<u>15.000000</u>	94.250	895.00	895.00	1,414	519	0.07	(
<u>IVZ</u>	G491BT108 INVESCO LTD	<u>162.000000</u>	33.480	5,641.96	5,641.96	5,424	218-	0.27	175 (
<u>RNR</u>	G7496G103 RENAISSANCE RE HLDGS LTD	<u>16.000000</u>	113.190	1,628.80	1,628.80	1,811	182	0.09	19 (
<u>STE</u>	G84720104	<u>21.000000</u>	75.340	1,169.00	1,169.00	1,582	413	0.08	21 (

STERIS PLC ISIN:
GB00BVVBC028 SEDOL:
BVVBC02

<u>ACE</u>	H0023R105 ACE LTD	<u>51.000000</u>	116.850	5,381.10	5,381.10	5,959	578	0.29	137	;
<u>CHKP</u>	M22465104 CHECK POINT SOFTWARE TECH LT ORD	<u>19.000000</u>	81.380	1,553.77	1,553.77	1,546	8-	0.08		(
<u>LYB</u>	N53745100 LYONDELLBASELL INDUSTRIES - CL A SEDOL #B3SPXZ3 ISIN #NL0009434992	<u>33.000000</u>	86.900	2,667.62	2,667.62	2,868	200	0.14	103	;
<u>NXPI</u>	N6596X109 NXP SEMICONDUCTORS NV	<u>90.000000</u>	84.250	7,435.66	7,435.66	7,583	147	0.37		(
Total For Foreign Stock		5,700.000000		138,824.71	138,824.71	140,962	2,137		2,798	

**Mutual Funds - Fixed
Income**

<u>JYIIX</u>	41015K862 JOHN HANCOCK FUNDS III - CORE HIGH YIELD FUND	<u>5,085.941000</u>	8.930	55,629.21	55,629.21	45,417	10,212-	2.24	3,499	;
<u>PFORX</u>	693390882 PIMCO FOREIGN BOND U.S. DOLLAR HEDGED #103	<u>9,693.359000</u>	9.910	107,692.13	107,692.13	96,061	11,631-	4.74	1,871	;
<u>TGBAX</u>	880208400 TEMPLETON GLOBAL BOND FUND ADV	<u>8,562.216000</u>	11.530	111,549.88	111,549.88	98,722	12,828-	4.87	3,339	;
Total For Mutual Funds - Fixed Income		23,341.516000		274,871.22	274,871.22	240,201	34,670-		8,709	

**Mutual Funds -
International**

<u>JOHIX</u>	00770G847 JO HAMBRO INTERNATIONAL SELECT FUND	<u>4,024.712000</u>	17.770	80,818.00	80,818.00	71,519	9,299-	3.53	551	(
<u>HIEMX</u>	92828T889 VIRTUS EMERGING MARKETS OPPORTUNITY-I	<u>1,088.263000</u>	8.960	10,686.74	10,686.74	9,751	936-	0.48	91	(
Total For Mutual Funds - International		5,112.975000		91,504.74	91,504.74	81,270	10,235-		643	

Total Portfolio

1,963,799.49 1,963,799.49 2,022,582 58,782 100.00 51,947 ;

P = Pledged Asset