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Return of Private Foundation

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

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

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation The Priddy Foundation		A Employer identification number 75-6029882
Number and street (or P.O. box number if mail is not delivered to street address) 807 Eighth Street	Room/suite 1010	B Telephone number 940-723-8720
City or town, state or province, country, and ZIP or foreign postal code Wichita Falls, TX 76301		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 177,699,115.55	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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).)		(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	10284026.40		N/A	
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	185.04	185.04		Statement 1
	4 Dividends and interest from securities	2,909,398.60	2,816,670.15		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,793,623.29			
	b Gross sales price for all assets on line 6a	42927578.51			
	7 Capital gain net income (from Part IV, line 2)		4,793,623.29		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	50,721.52	50,721.52		Statement 3	
12 Total. Add lines 1 through 11	18037954.85	7,661,200.00			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	478,499.98	71,774.99		406,724.99
	14 Other employee salaries and wages	190,327.47	8,085.45		182,242.02
	15 Pension plans, employee benefits	108,456.79	10,845.68		97,611.11
	16a Legal fees Stmt 4	5,349.05	2,674.52		2,674.53
	b Accounting fees Stmt 5	59,075.00	29,537.50		29,537.50
	c Other professional fees Stmt 6	578,146.22	566,131.14		12,015.08
	17 Interest				
	18 Taxes Stmt 7	164,500.67	32,229.18		0.00
	19 Depreciation and depletion	16,960.05	16,960.05		
	20 Occupancy	36,666.10	10,999.83		25,666.27
	21 Travel, conferences, and meetings	45,570.35	4,723.35		40,847.00
	22 Printing and publications				
	23 Other expenses Stmt 8	378,330.15	293,663.92		84,666.23
	24 Total operating and administrative expenses. Add lines 13 through 23	2,061,881.83	1,047,625.61		881,984.73
	25 Contributions, gifts, grants paid	5,940,750.31			5,940,750.31
26 Total expenses and disbursements. Add lines 24 and 25	8,002,632.14	1,047,625.61		6,822,735.04	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	10035322.71				
b Net investment income (if negative, enter -0-)		6,613,574.39			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		45,010,817.52	10,994,954.67	10,994,954.67
	3	Accounts receivable ▶ 50,666.67			50,666.67	249,982.66
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges			17,728.51	17,728.51
	10a	Investments - U.S. and state government obligations Stmt 10		16,194,395.28	39,127,452.67	38,927,061.50
	b	Investments - corporate stock Stmt 11		45,656,265.64	48,697,630.05	71,442,313.25
	c	Investments - corporate bonds Stmt 12		6,117,754.58	6,215,041.86	6,204,300.00
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 13		25,727,170.43	42,447,339.46	49,766,119.25	
14	Land, buildings, and equipment; basis ▶ 188,104.70					
	Less accumulated depreciation Stmt 14 ▶ 149,406.09		38,439.91	38,698.61	38,698.61	
15	Other assets (describe ▶ Schedule 5)		5,149.00	5,149.00	57,957.10	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		138749992.36	147594661.50	177699115.55	
Liabilities	17	Accounts payable and accrued expenses		316,155.57		
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		316,155.57	0.00	
	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		0.00	0.00	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		138433836.79	147594661.50		
29	Retained earnings, accumulated income, endowment, or other funds		0.00	0.00		
30	Total net assets or fund balances		138433836.79	147594661.50		
31	Total liabilities and net assets/fund balances		138749992.36	147594661.50		

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	138433836.79
2	Enter amount from Part I, line 27a	2	10,035,322.71
3	Other increases not included in line 2 (itemize) ▶	3	0.00
4	Add lines 1, 2, and 3	4	148469159.50
5	Decreases not included in line 2 (itemize) ▶ See Statement 9	5	874,498.00
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	147594661.50

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 Schedule 3 - Short term		P	Various	Various
b Schedule 3 - Long term		P	Various	Various
c Schedule 3 - Partnerships		P	Various	Various
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 18,950,463.79		19,261,597.23	<311,133.44>
b 22,061,396.07		17,373,899.67	4,687,496.40
c 1,915,718.65		1,498,458.32	417,260.33
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<311,133.44>
b			4,687,496.40
c			417,260.33
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	4,793,623.29
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	5,530,135.58	171,138,789.30	.032314
2013	4,654,539.20	152,347,238.07	.030552
2012	6,829,651.30	136,160,792.67	.050159
2011	6,243,078.54	128,620,772.37	.048539
2010	3,811,928.33	95,147,175.24	.040063

2 Total of line 1, column (d)	2	.201627
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	.040325
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	176,340,228.70
5 Multiply line 4 by line 3	5	7,110,919.72
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	66,135.74
7 Add lines 5 and 6	7	7,177,055.46
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	6,822,735.04

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	132,271.49
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.00
3	Add lines 1 and 2	3	132,271.49
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.00
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	132,271.49
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	150,000.00
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	150,000.00
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	17,728.51
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax ☐ Refunded ☒	11	0.00

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
1b 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
1c 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. ☐ \$ 0.00 (2) On foundation managers. ☐ \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.00		
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) ☐ TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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>www.priddyfoundation.org</u>	X	
14 The books are in care of ► <u>David Wolverton</u> Telephone no. ► <u>940-723-8720</u> Located at ► <u>807 8th St., Ste. 1010, Wichita Falls, TX</u> ZIP+4 ► <u>76301</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		
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?		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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
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.)	N/A	
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

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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Schedule 6	Schedule 6			
	40.00	397349.98	11673.00	0.00
Schedule 6	Schedule 6			
	2.00	81,150.00	0.00	0.00

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Leslie Schaffner - 807 8th, Ste. 1010, Wichita Falls, TX 76301	Community Impact Program			
	40.00	113675.03	10548.00	0.00
Pat Myers - 807 8th, Ste. 1010, Wichita Falls, TX 76301	Office Administrator			
	40.00	53,903.02	4,919.00	0.00

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Luther King Capital Mgmt - 301 Commerce St., Ste. 1600, Fort Worth, TX 76102	Investment services	211,420.00
Dodge & Cox - 555 California St., 40th Floor, San Francisco, CA 94104	Investment services	140,241.87
Morgan Stanley 5051 Westheimer, Ste. 2100, Houston, TX 77056	Investment services	94,890.23
American National Bank - 2732 Midwestern Pkwy., Wichita Falls, TX 76308	Custody services	73,003.04

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 <u>N/A</u>	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 <u>N/A</u>	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.00

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	140,513,858.45
b Average of monthly cash balances	1b	17,431,798.93
c Fair market value of all other assets	1c	21,079,955.51
d Total (add lines 1a, b, and c)	1d	179,025,612.89
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2 Acquisition indebtedness applicable to line 1 assets	2	0.00
3 Subtract line 2 from line 1d	3	179,025,612.89
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,685,384.19
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	176,340,228.70
6 Minimum investment return. Enter 5% of line 5	6	8,817,011.44

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	8,817,011.44
2a Tax on investment income for 2015 from Part VI, line 5	2a	132,271.49
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	132,271.49
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	8,684,739.95
4 Recoveries of amounts treated as qualifying distributions	4	0.00
5 Add lines 3 and 4	5	8,684,739.95
6 Deduction from distributable amount (see instructions)	6	0.00
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,684,739.95

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	6,822,735.04
b Program-related investments - total from Part IX-B	1b	0.00
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	6,822,735.04
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.00
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,822,735.04

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				8,684,739.95
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			6,608,707.51	
b Total for prior years:		0.00		
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	0.00			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$6,822,735.04				
a Applied to 2014, but not more than line 2a			6,608,707.51	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2015 distributable amount				214,027.53
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2015 (if an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:	0.00			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				8,470,712.42
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.00			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	0.00			
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				

N/A

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

4942(i)(3) or ☐ 4942(i)(5)

- 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).)

Schedule 6

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

None

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

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

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

Schedule 7

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

Schedule 7

- c. Any submission deadlines:

Schedule 7

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

Schedule 7

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				
Schedule 4		Public	Schedule 4	5,940,750.31
Total			3a	5,940,750.31
b Approved for future payment				
None				
Total			3b	0.00

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	185.04		
4 Dividends and interest from securities			14	2,909,398.60		
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	4,793,623.29		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a Schedule 1			15	24,769.77		
b Schedule 1			14	8,464.00		
c Schedule 1			01	17,487.75		
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.00		7,753,928.45		0.00
13 Total. Add line 12, columns (b), (d), and (e)						7,753,928.45

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

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

[illegible]

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

- | | | | |
|---|--------------|------------|-----------|
| 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? | | Yes | No |
| 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. | | | |

[illegible]

- 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.				May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	 Signature of officer or trustee		Date <u>5/13/16</u>		Title <u>President</u>	
Paid Preparer Use Only	Print/Type preparer's name Mac Cannedy		Preparer's signature 		Check ☐ if self-employed	
	Firm's name ▶ Freemon, Shapard & Story		Date <u>5/11/16</u>		PTIN P00123468	
	Firm's address ▶ 807 8th Street, 2nd Floor Wichita Falls, TX 76301-3381				Firm's EIN ▶ 75-0706311	
					Phone no. (940) 322-4436	

Form **990-PF** (2015)

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

The Priddy Foundation

Employer identification number

75-6029882

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2015)

Name of organization

Employer identification number

The Priddy Foundation**75-6029882****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	Robert T. Priddy Estate 807 8th St., Suite 600 Wichita Falls, TX 76301	\$ 10284026.40	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)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

75-6029882

[illegible]

Name of organization

Employer identification number

The Priddy Foundation**75-6029882****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 info once) ▶ \$ _____

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Schedule 1	185.04	185.04	
Total to Part I, line 3	185.04	185.04	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Schedule 2	2909398.60	0.00	2909398.60	2816670.15	
To Part I, line 4	2909398.60	0.00	2909398.60	2816670.15	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Schedule 1	24,769.77	24,769.77	
Schedule 1	8,464.00	8,464.00	
Schedule 1	17,487.75	17,487.75	
Total to Form 990-PF, Part I, line 11	50,721.52	50,721.52	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	5,349.05	2,674.52		2,674.53
To Fm 990-PF, Pg 1, ln 16a	5,349.05	2,674.52		2,674.53

Form 990-PF	Accounting Fees			Statement 5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	59,075.00	29,537.50		29,537.50
To Form 990-PF, Pg 1, ln 16b	59,075.00	29,537.50		29,537.50

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	566,131.14	566,131.14		0.00
Schedule 1	12,015.08	0.00		12,015.08
To Form 990-PF, Pg 1, ln 16c	578,146.22	566,131.14		12,015.08

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	164,500.67	32,229.18		0.00
To Form 990-PF, Pg 1, ln 18	164,500.67	32,229.18		0.00

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Schedule 1	378,330.15	293,663.92		84,666.23
To Form 990-PF, Pg 1, ln 23	378,330.15	293,663.92		84,666.23

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement	9
Description		Amount	
Passive losses carryforward		873,136.00	
Nondeductible expenses		1,362.00	
Total to Form 990-PF, Part III, line 5		874,498.00	

Form 990-PF	U.S. and State/City Government Obligations			Statement 10
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
Schedule 5	X		30,286,460.19	30,120,609.05
Schedule 5 - Municipal Bonds		X	8,840,992.48	8,806,452.45
Total U.S. Government Obligations			30,286,460.19	30,120,609.05
Total State and Municipal Government Obligations			8,840,992.48	8,806,452.45
Total to Form 990-PF, Part II, line 10a			39,127,452.67	38,927,061.50

Form 990-PF	Corporate Stock	Statement	11
Description		Book Value	Fair Market Value
Schedule 5		48,697,630.05	71,442,313.25
Total to Form 990-PF, Part II, line 10b		48,697,630.05	71,442,313.25

Form 990-PF	Corporate Bonds	Statement	12
Description		Book Value	Fair Market Value
Schedule 5 - Corporate Bonds		6,215,041.86	6,204,300.00
Total to Form 990-PF, Part II, line 10c		6,215,041.86	6,204,300.00

Form 990-PF	Other Investments	Statement	13
Description	Valuation Method	Book Value	Fair Market Value
Schedule 5 - Mutual Funds	COST	600,000.00	768,082.67
Schedule 5 - Index Funds	COST	24,843,526.55	29,417,247.99
Schedule 5 - Partnerships	COST	17,003,812.91	19,580,788.59
Total to Form 990-PF, Part II, line 13		42,447,339.46	49,766,119.25

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement	14
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Computer Software	5,750.00	5,750.00	0.00
Furniture	17,678.20	17,678.20	0.00
Office Equipment	1,011.50	1,011.50	0.00
Shredder	699.00	699.00	0.00
Artwork	375.20	375.20	0.00
Web Page	1,200.00	1,200.00	0.00
Clock	375.00	375.00	0.00
Furniture & Fixtures	10,604.86	10,604.86	0.00
Furniture & Fixtures	11,333.50	11,333.50	0.00
Software	5,680.00	5,680.00	0.00
Fax Machine	850.00	850.00	0.00
HP Laserjet	1,328.00	1,328.00	0.00
Bookcase/Credenza	575.00	575.00	0.00
Web Page	2,400.00	2,400.00	0.00
File Cabinet	919.00	919.00	0.00
Table and Chairs	1,155.00	1,155.00	0.00
Web Page	9,120.00	9,120.00	0.00
Various Office Decorations	11,786.39	11,786.39	0.00
Computer Monitor	430.00	430.00	0.00
Canon Scanner	3,000.00	3,000.00	0.00
Laptop & USB Drive	2,108.75	2,108.75	0.00
HP Color Printer	625.00	625.00	0.00
Core 2 Duo System	1,315.00	1,315.00	0.00
Bookcase	1,199.97	1,199.97	0.00
Computer Projector	864.92	864.92	0.00
Four Laptop Computers	5,438.00	5,438.00	0.00
Used Canon Imagerunner	2,950.00	2,950.00	0.00
4 drawer file cabinet	885.00	695.37	189.63
Computer	2,771.00	2,771.00	0.00
4 Drawer legal file cabinet	1,709.00	1,342.77	366.23
Executive L desk	1,479.00	1,162.10	316.90
72" Executive desk, drawer/kybd	658.99	517.77	141.22

Ipad	783.06	783.06	0.00
Website development	4,500.00	4,500.00	0.00
Computer software	740.00	740.00	0.00
Bookcase	899.00	706.37	192.63
Furniture (from PCT)	4,486.86	2,884.41	1,602.45
Server/HP Probook	8,305.00	7,474.50	830.50
Computer System (From PCT)	2,230.45	2,007.41	223.04
DAR-RAN Multifile (From PCT)	180.19	162.18	18.01
HP4250 Laserjet Printer (From PCT)	273.00	245.70	27.30
Canon Imagerunner (From PCT)	336.27	302.63	33.64
Portrait & Frame (From PCT)	537.14	345.29	191.85
Digital Telephone System	4,065.00	2,845.50	1,219.50
Website development	15,200.00	10,766.67	4,433.33
Door	1,365.57	414.55	951.02
Carpet	5,589.00	1,696.66	3,892.34
Probook 450-GI	849.00	233.48	615.52
Probook/Monitor/Docking	1,851.88	509.27	1,342.61
Probook 650 15.6 LED	1,473.00	405.08	1,067.92
ASUS I5 Quad Computer	1,346.25	302.91	1,043.34
Website development	7,600.00	2,850.00	4,750.00
ASUS I5 Quad Computer	1,686.25	168.63	1,517.62
Website development	4,660.00	776.67	3,883.33
Silver Set	2,220.00	158.57	2,061.43
Computer/Elitebook/Monitor	3,612.50	361.25	3,251.25
APC Smart-Ups 1500 Tower	575.00	57.50	517.50
Website development	4,465.00	446.50	4,018.50
Total To Fm 990-PF, Part II, ln 14	188,104.70	149,406.09	38,698.61

Schedule 1

REVENUE AND EXPENSES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

REVENUE

Contributions - Schedule 10		\$ 10,284,026.40
Interest on savings and cash investments:		
American National Bank	\$ 151.68	
Morgan Stanley	<u>33.36</u>	185.04
Dividends and interest from securities - Sch. 2		2,909,398.60
Net gain (loss) from sale of assets - Sch. 3		4,793,623.29
Other income (loss):		
Gross royalties	\$ 24,769.77	
Miscellaneous income	17,487.75	
From partnerships - Sch. 9	<u>8,464.00</u>	<u>50,721.52</u>
Total revenue		\$ 18,037,954.85

EXPENSES

Compensation of officers and trustees - Sch. 6	\$ 478,499.98	
Other employee salaries and wages	190,327.47	
Employee benefits:		
Insurance	\$ 42,775.00	
Payroll taxes	38,541.79	
Retirement plan	<u>27,140.00</u>	108,456.79
Legal consulting fees - Sch. 8		5,349.05
Accounting fees - Sch. 8		59,075.00
Other professional fees - Investment - Sch. 8		566,131.14
Other consulting fees - Sch. 8		12,015.08
Taxes:		
Ad valorem - Royalties	\$ 2,624.87	
Excise	132,271.49	
Foreign	28,425.90	
Severance and state	<u>1,178.41</u>	164,500.67
Depreciation		16,960.05
Occupancy		36,666.10
Travel, conferences and meetings		45,570.35
Other:		
Amortization	\$ 24,158.74	
Data services	691.85	
Dues	14,037.52	
Grant related expenses	33,935.24	
Insurance	16,300.54	
Leased equipment	4,958.76	
Office supplies and services	21,485.42	
Sundry business expense	9,928.08	
From partnership - Sch. 9	<u>252,834.00</u>	378,330.15
Contributions - Sch. 4		<u>5,940,750.31</u>
		<u>8,002,632.14</u>
Excess of revenue over expenses		\$ 10,035,322.71

Schedule 2

DIVIDENDS AND INTEREST FROM SECURITIES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
DIVIDENDS			
Dodge			
ADT Corp	\$ 5,376.00	\$ 5,376.00	\$
Aegon NV	9,104.92	9,104.92	
American Express Co.	580.00	580.00	
Apache Corp	9,125.00	9,125.00	
Baker Hughes, Inc.	6,205.00	6,205.00	
Bank of America	10,875.00	10,875.00	
Bank of New York Mellon Corp.	13,838.00	13,838.00	
BB&T Corporation	9,135.00	9,135.00	
Capital One Financial Corp.	23,300.00	23,300.00	
Celanese Corp.	5,750.00	5,750.00	
Cigna Corp.	136.00	136.00	
Coach Inc	7,425.00	7,425.00	
Chevron Corp. New	11,984.00	11,984.00	
Cisco Sys Inc.	8,652.00	8,652.00	
Comcast Corp.	14,040.00	14,040.00	
Corning, Inc	7,680.00	7,680.00	
Danaher Corp.	1,781.00	1,781.00	
E M C Corp.	8,314.50	8,314.50	
Fedex Corp	3,820.00	3,820.00	
General Electric Co	10,902.00	10,902.00	
Glaxo Wellcome	11,525.41	11,525.41	
Goldman Sachs Group	9,435.00	9,435.00	
Harley-Davidson Inc.	1,426.00	1,426.00	
Hewlett Packard Co	24,707.20	24,707.20	
JPMorgan Chase & Co.	14,320.00	14,320.00	
Juniper Networks	3,340.00	3,340.00	
Koninklijke Philips Electrs	4,464.80	4,464.80	
Maxim Integrated Products Inc.	9,100.00	9,100.00	
Merck & Co Inc	16,110.00	16,110.00	
Medtronic	2,107.33	2,107.33	

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
MetLife Inc	13,067.50	13,067.50	
Microsoft Corp	33,987.00	33,987.00	
National Oilwell Varco	10,120.00	10,120.00	
Netapp Inc	7,824.00	7,824.00	
News Corp (2013) Cl A	380.00	380.00	
Novartis AG	29,325.42	29,325.42	
Pfizer, Inc.	17,752.00	17,752.00	
Roche Holding Ltd.	24,193.39	24,193.39	
Sanofi - Aventis ADR	22,127.06	22,127.06	
Schlumberger LTD	18,460.00	18,460.00	
Schwab Charles Corp.	7,524.00	7,524.00	
Suntrust Bks Inc.	3,764.00	3,764.00	
Symantec	16,800.00	16,800.00	
Target Corp.	11,464.00	11,464.00	
Time Inc. New	591.66	591.66	
Time Warner, Inc.	16,975.00	16,975.00	
Time Warner Cable Inc.	18,300.00	18,300.00	
Twenty-First Century Fox Inc	4,800.00	4,800.00	
Tyco Connectivity Ltd.	8,960.00	8,960.00	
Tyco Intl. Ltd. New Com	5,565.00	5,565.00	
Unitedhealth Group Inc	8,462.50	8,462.50	
Wal Mart Stores Inc.	19,500.00	19,500.00	
Wells Fargo Co.	35,025.00	35,025.00	
 Totals - Dodge	 \$ 599,526.69	 \$ 599,526.69	 \$
Sarofim			
PepsiCo, Inc.	\$ 3,930.00	\$ 3,930.00	\$
Union Pac Corp	900.00	900.00	
Wal Mart Stores, Inc.	2,400.00	2,400.00	
 Totals - Sarofim	 \$ 7,230.00	 \$ 7,230.00	 \$
Luther King.			
Abbvie Inc	\$ 32,260.00	\$ 32,260.00	\$
American Express Co	9,680.00	9,680.00	
Apple Computer Inc.	26,999.00	26,999.00	
Bank of America Corp	10,000.00	10,000.00	
Cabot Oil and Gas	1,360.00	1,360.00	
Coca Cola Co	26,400.00	26,400.00	
Colgate Palmolive Co.	20,790.00	20,790.00	
Comerica Inc.	13,940.00	13,940.00	
Covidien Limited	2,700.00	2,700.00	

	Totals	Ordinary	Capital Gains Dividends
Cullen Frost BK Inc.	18,900.00	18,900.00	
CVS Corp Delaware	3,780.00	3,780.00	
Danaher Corp.	5,807.50	5,807.50	
Disney, Walt	17,195.00	17,195.00	
E M C Corp	11,040.00	11,040.00	
EOG Resources Inc.	6,365.00	6,365.00	
Exxon Mobil Corp.	15,840.00	15,840.00	
FMC Corporation	7,462.50	7,462.50	
General Electric Co.	23,690.00	23,690.00	
Honeywell Intl Inc.	12,225.00	12,225.00	
Home Depot Inc.	18,880.00	18,880.00	
JPMorgan Chase and Company	17,640.00	17,640.00	
Kimberly Clark Corp	18,280.00	18,280.00	
Martin Marietta Materials	10,200.00	10,200.00	
Medtronic Plc, Dublin	3,681.81	3,681.81	
Merck & Co.	20,925.00	20,925.00	
Microsoft Corp.	14,295.00	14,295.00	
Moodys Corp	7,514.00	7,514.00	
Monsanto Co. New	9,412.00	9,412.00	
National Instrument Corp.	3,562.50	3,562.50	
Nike Inc. Cl B	5,040.00	5,040.00	
Pall Corporation	4,575.00	4,575.00	
Perkinelmer	5,040.00	5,040.00	
Pfizer Inc.	26,880.00	26,880.00	
Pioneer Natural Resources	216.00	216.00	
Praxair Inc.	17,160.00	17,160.00	
Procter & Gamble Co.	8,529.59	8,529.59	
Range Resources	1,120.00	1,120.00	
Roper Industries Inc.	5,500.00	5,500.00	
Schlumberger	8,400.00	8,400.00	
Suntrust Bks Inc.	16,560.00	16,560.00	
Thermo Fisher Scientific Inc	5,700.00	5,700.00	
Time Warner Inc.	16,100.00	16,100.00	
Union Pac Corp.	20,000.00	20,000.00	
V F Corp.	8,830.00	8,830.00	
Visa	1,400.00	1,400.00	
Walgreen Co.	17,392.50	17,392.50	
Wells Fargo & Co New	25,075.00	25,075.00	

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
Whirlpool Corp.	15,630.00	15,630.00	
Zions Bancorp	600.00	600.00	
Totals - Luther King	\$ 600,572.40	\$ 600,572.40	\$
Morgan Stanley:			
Kinder Morgan Incorp	\$ 41,204.26	\$ 41,204.26	\$
Targa Resources CP	9,836.88	9,836.88	
Transcanda Corp	2,463.50	2,463.50	
Williams Co Inc	8,002.71	8,002.71	
Totals - Morgan Stanley	\$ 61,507.35	\$ 61,507.35	\$
Other			
Dividends - Sentry:			
Goldman Sachs FST Govt Inst'l.	\$ 2,557.64	\$ 2,557.64	\$
Dividends - Sarofim:			
Goldman Sachs FST Treasury	307.67	307.67	
Dividends - Dodge:			
Goldman Sachs FST Treasury	49.70	49.70	
Dividends - Luther King:			
Goldman Sachs FST Govt Inst'l.	93.21	93.21	
Dividends - Index Funds:			
Vanguard-Inst Index Fund	373,468.52	373,468.52	
Vanguard-Total Stock Mkt Idx Inst	273,169.99	273,169.99	
From partnerships - Sch. 9	220,143.00	220,143.00	
Totals - Other	\$ 869,789.73	\$ 869,789.73	\$
Totals - Dividends	\$ 2,138,626.17	\$ 2,138,626.17	\$
INTEREST			
Taxable:			
U S. Govt. agency, mortgage backed securities, corporate bonds & notes	\$ 672,748.98	\$ 672,748.98	\$
From partnerships - Sch. 9	5,295.00	5,295.00	
Totals - Taxable	\$ 678,043.98	\$ 678,043.98	\$

	<u>Totals</u>	<u>Ordinary</u>	<u>Capital Gains Dividends</u>
Tax-exempt.			
Brownsville TX ISD 4.0% 8/15/2019	\$ 19,319.70	\$ 19,319.70	
Highland Park ISD 4.0% 2/15/2019	16,906.00	16,906.00	
Lubbock TX Rfdg 2.11% 2/15/2021	42,200.00	42,200.00	
Pearland, TX 4% 3/1/16	2,100.00	2,100.00	
Plano, TX ISD 3.125% 2/15/17	12,186.75	12,186.75	
From partnerships - Sch. 9	16.00	16.00	
Totals - Tax-exempt	<u>\$ 92,728.45</u>	<u>\$ 92,728.45</u>	<u>\$</u>
Totals - Interest	<u>\$ 770,772.43</u>	<u>\$ 770,772.43</u>	<u>\$</u>
Totals - Dividends and interest	<u>\$ 2,909,398.60</u>	<u>\$ 2,909,398.60</u>	<u>\$</u>

Schedule 3

NET GAIN OR LOSS FROM SALE OF ASSETS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

<u>Property</u>	<u>Sales Price</u>	<u>Cost or Basis</u>	<u>Gain/ (Loss)</u>
Short Term.			
Stocks & bonds - Sch. 3A	\$ 19,111,101.79	\$ 19,261,597.23	\$ (150,495.44)
From partnerships - Sch. 9	<u>(160,638.00)</u>		<u>(160,638.00)</u>
Totals - Short term	<u>\$ 18,950,463.79</u>	<u>\$ 19,261,597.23</u>	<u>\$ (311,133.44)</u>
Long Term:			
Stocks & bonds - Sch. 3B	\$ 21,630,586.51	\$ 17,373,899.67	\$ 4,256,686.84
Litigation Proceeds/Settlements:			
Chesapeake	493.80		493.80
Computer Sciences Corp.	612.90		612.90
Dell	129.91		129.91
Fannie Mae	924.48		924.48
General Electric	80.02		80.02
Motorola	450.45		450.45
From partnerships - Sch. 9	427,893.00		427,893.00
From partnerships - Sch. 9 - Sec. 1231	(11,460.00)		(11,460.00)
From partnerships - Sch. 9 - Sec. 1231 Carryover	(26,211.00)		(26,211.00)
From partnerships - Sch. 9 - Sec. 1231 Carryforward	<u>37,896.00</u>		<u>37,896.00</u>
Totals - Long term	<u>\$ 22,061,396.07</u>	<u>\$ 17,373,899.67</u>	<u>\$ 4,687,496.40</u>
Other.			
Morgan Stanley Partnerships - Sch. 3C	<u>\$ 1,915,718.65</u>	<u>\$ 1,498,458.32</u>	<u>\$ 417,260.33</u>
Capital gain distributions - Sch. 2	<u>\$</u>	<u>\$</u>	<u>\$</u>
Totals - Combined	<u>\$ 42,927,578.51</u>	<u>\$ 38,133,955.22</u>	<u>\$ 4,793,623.29</u>

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Schedule 3A
THE PRIDDY FOUNDATION

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GAIN ON SALES OF ASSETS-SHORT TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CORPORATE STOCK-DODGE							
AOL INC.	5/16/2014	5/12/2015	100.00	5,049.35	3,622.47	1,426.88	.00
AOL INC.	5/16/2014	5/12/2015	500.00	25,246.73	18,277.25	6,969.48	.00
AOL INC.	5/20/2014	5/12/2015	200.00	10,098.69	7,287.78	2,810.91	.00
AOL INC.	5/16/2014	5/15/2015	100.00	5,062.68	3,622.47	1,440.21	.00
APACHE CORP.	8/07/2014	7/28/2015	200.00	9,330.02	19,671.72	.00	10,341.70
APACHE CORP.	8/07/2014	7/29/2015	400.00	18,725.33	39,343.44	.00	20,618.11
APACHE CORP.	8/07/2014	7/30/2015	200.00	9,336.40	19,671.72	.00	10,335.32
APACHE CORP.	8/07/2014	7/31/2015	200.00	9,302.32	19,671.72	.00	10,369.40
APACHE CORP.	8/07/2014	8/05/2015	200.00	9,279.16	19,671.72	.00	10,392.56
APACHE CORP.	8/07/2014	8/07/2015	300.00	14,028.31	29,507.58	.00	15,479.27
DANAHER CORP.	12/08/2014	9/03/2015	300.00	26,119.01	25,444.26	674.75	.00
DANAHER CORP.	12/31/2014	9/03/2015	200.00	17,412.68	17,150.14	262.54	.00
DANAHER CORP.	12/03/2014	12/01/2015	200.00	19,327.32	16,948.94	2,378.38	.00
DANAHER CORP.	12/03/2014	12/02/2015	200.00	19,267.58	16,948.94	2,318.64	.00
DANAHER CORP.	12/04/2014	12/03/2015	200.00	19,028.14	16,876.06	2,152.08	.00
EBAY INC.	8/12/2014	5/12/2015	200.00	11,675.12	10,677.68	997.44	.00
EXPRESS SCRIPTS HOLDING C	6/17/2015	12/08/2015	200.00	17,308.64	17,665.94	.00	357.30
EXPRESS SCRIPTS HOLDING C	6/17/2015	12/09/2015	200.00	17,064.22	17,665.94	.00	601.72
EXPRESS SCRIPTS HOLDING C	6/17/2015	12/10/2015	200.00	17,201.94	17,665.94	.00	464.00
EXPRESS SCRIPTS HOLDING C	6/17/2015	12/11/2015	200.00	16,949.38	17,665.94	.00	716.56
ALPHABET CL C (GOOGLE INC	6/10/2014	5/18/2015	.75	395.50	416.38	.00	20.88
JUNIPER NETWORKS INC.	11/26/2014	9/03/2015	200.00	5,082.91	4,431.78	651.13	.00
JUNIPER NETWORKS INC.	12/03/2014	9/03/2015	200.00	5,082.91	4,442.00	640.91	.00

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THE PRIDDY FOUNDATION

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GAIN ON SALES OF ASSETS-SHORT TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
JUNIPER NETWORKS INC.	12/04/2014	9/03/2015	400.00	10,165.81	8,881.60	1,284.21	.00
JUNIPER NETWORKS INC.	12/05/2014	9/03/2015	200.00	5,082.91	4,433.34	649.57	.00
JUNIPER NETWORKS INC.	12/31/2014	9/03/2015	200.00	5,082.90	4,468.26	614.64	.00
JUNIPER NETWORKS INC.	1/02/2015	9/03/2015	200.00	5,082.90	4,450.92	631.98	.00
JUNIPER NETWORKS INC.	12/08/2014	12/07/2015	300.00	8,938.43	6,552.12	2,386.31	.00
JUNIPER NETWORKS INC.	12/08/2014	12/08/2015	200.00	5,947.21	4,368.08	1,579.13	.00
JUNIPER NETWORKS INC.	1/06/2015	12/14/2015	200.00	5,725.99	4,356.66	1,369.33	.00
JUNIPER NETWORKS INC.	1/06/2015	12/15/2015	200.00	5,816.31	4,356.66	1,459.65	.00
JUNIPER NETWORKS INC.	1/15/2015	12/16/2015	100.00	2,936.91	2,142.73	794.18	.00
JUNIPER NETWORKS INC.	1/15/2015	12/17/2015	200.00	5,843.19	4,285.46	1,557.73	.00
MEDTRONIC PLC, DUBLIN	1/28/2015	8/31/2015	1,000.00	72,279.16	76,950.00	.00	4,670.84
PAYPAL HOLDINGS INC.	8/05/2014	7/22/2015	200.00	7,816.93	6,310.98	1,505.95	.00
PAYPAL HOLDINGS INC.	7/31/2014	7/22/2015	900.00	35,176.21	28,332.91	6,843.30	.00
PAYPAL HOLDINGS INC.	7/31/2014	7/28/2015	500.00	18,867.80	15,740.51	3,127.29	.00
PAYPAL HOLDINGS INC.	7/31/2014	7/29/2015	200.00	7,598.20	6,296.20	1,302.00	.00
PAYPAL HOLDINGS INC.	8/04/2014	7/29/2015	200.00	7,598.20	6,279.14	1,319.06	.00
PAYPAL HOLDINGS INC.	8/01/2014	7/30/2015	600.00	23,206.19	18,785.31	4,420.88	.00
PAYPAL HOLDINGS INC.	8/01/2014	7/31/2015	300.00	11,621.03	9,392.66	2,228.37	.00
PAYPAL HOLDINGS INC.	8/01/2014	7/31/2015	300.00	11,601.05	9,370.02	2,231.03	.00
ROCHE HOLDING LTD	9/19/2014	5/12/2015	1,600.00	57,142.94	60,608.00	.00	3,465.06
ROCHE HOLDING LTD	9/19/2014	9/02/2015	200.00	6,633.87	7,576.00	.00	942.13
ROCHE HOLDING LTD	9/22/2014	9/02/2015	600.00	19,944.17	22,625.82	.00	2,681.65
ROCHE HOLDING LTD	9/23/2014	9/02/2015	100.00	3,324.03	3,764.47	.00	440.44
ROCHE HOLDING LTD	9/23/2014	9/03/2015	700.00	23,504.44	26,351.29	.00	2,846.85

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GAIN ON SALES OF ASSETS-SHORT TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
ROCHE HOLDING LTD	9/17/2014	9/04/2015	200.00	6,655.47	7,517.34	.00	861.87
ROCHE HOLDING LTD	9/17/2014	9/08/2015	400.00	13,423.19	15,034.68	.00	1,611.49
ROCHE HOLDING LTD	9/17/2014	9/09/2015	400.00	13,474.31	15,034.68	.00	1,560.37
ROCHE HOLDING LTD	9/17/2014	9/10/2015	300.00	10,008.32	11,276.01	.00	1,267.69
ROCHE HOLDING LTD	9/17/2014	9/11/2015	300.00	9,901.73	11,276.01	.00	1,374.28
TARGET CORP.	11/04/2014	9/02/2015	200.00	15,355.44	12,212.24	3,143.20	.00
TARGET CORP.	11/06/2014	9/02/2015	200.00	15,355.43	12,246.00	3,109.43	.00
UNITEDHEALTH GROUP INC.	2/26/2015	5/12/2015	500.00	57,291.44	57,017.50	273.94	.00
UNITEDHEALTH GROUP INC.	7/13/2015	7/21/2015	200.00	24,201.35	24,568.20	.00	366.85
UNITEDHEALTH GROUP INC.	7/13/2015	7/22/2015	200.00	24,145.03	24,568.20	.00	423.17
UNITEDHEALTH GROUP INC.	7/13/2015	7/23/2015	100.00	11,931.81	12,284.10	.00	352.29
*** CORPORATE STOCK-DODGE		***	17,500.75	876,054.64	914,061.91	.00	38,007.27
CORPORATE STOCK-LUTHER KING							
MERCK & CO INC. NEW	12/22/2014	10/13/2015	1,500.00	75,911.20	88,183.80	.00	12,272.60
PALL CORPORATION	4/28/2015	6/12/2015	1,500.00	186,855.16	147,737.85	39,117.31	.00
ZIONS BANCORP	4/01/2014	3/12/2015	5,000.00	137,397.46	156,085.50	.00	18,688.04
ZIONS BANCORP	5/23/2014	3/12/2015	2,000.00	54,958.99	56,914.00	.00	1,955.01
ZIONS BANCORP	7/18/2014	3/12/2015	2,000.00	54,958.99	57,760.00	.00	2,801.01
*** CORPORATE STOCK-LUTHER KING		***	12,000.00	510,081.80	506,681.15	3,400.65	.00
U S. GOVERNMENT SECURITY							
FANNIE MAE AU1657 2.5% 7/	3/11/2014	1/26/2015	.00	11,702.72	11,720.09	.00	17.37
FANNIE MAE AU1657 2.5% 7/	3/11/2014	2/25/2015	.00	12,712.47	12,731.34	.00	18.87

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GAIN ON SALES OF ASSETS-SHORT TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FFCB 1.37% 7/30/2018-15	2/05/2015	10/13/2015	.00	2,000,000.00	1,999,000.00	1,000.00	.00
FHLB 1.4% 3/26/2018-15	3/02/2015	6/26/2015	.00	2,500,000.00	2,500,000.00	.00	.00
FHLMC 1.3% 5/21/2018-15	5/05/2015	11/21/2015	.00	3,000,000.00	2,997,240.00	2,760.00	.00
FN AS5094 2.5% 6/1/2030	6/10/2015	7/27/2015	.00	22,852.68	23,016.93	.00	164.25
FN AS5094 2.5% 6/1/2030	6/10/2015	8/25/2015	.00	21,977.46	22,135.42	.00	157.96
FN AS5094 2.5% 6/1/2030	6/10/2015	9/25/2015	.00	20,912.43	21,062.74	.00	150.31
FN AS5094 2.5% 6/1/2030	6/10/2015	10/26/2015	.00	17,712.66	17,839.97	.00	127.31
FN AS5094 2.5% 6/1/2030	6/10/2015	11/24/2015	.00	25,098.12	25,278.51	.00	180.39
FN AS5094 2.5% 6/1/2030	6/10/2015	12/28/2015	.00	21,566.91	21,721.92	.00	155.01
FN AY3407 2.5% 4/1/2030	6/04/2015	7/27/2015	.00	17,394.23	17,652.43	.00	258.20
FN AY3407 2.5% 4/1/2030	6/04/2015	8/25/2015	.00	19,676.48	19,968.55	.00	292.07
FN AY3407 2.5% 4/1/2030	6/04/2015	9/25/2015	.00	46,159.33	46,844.51	.00	685.18
FN AY3407 2.5% 4/1/2030	6/04/2015	10/26/2015	.00	17,451.53	17,710.58	.00	259.05
FN AY3407 2.5% 4/1/2030	6/04/2015	11/25/2015	.00	17,524.12	17,784.24	.00	260.12
FN AY3407 2.5% 4/1/2030	6/04/2015	12/28/2015	.00	16,993.87	17,246.12	.00	252.25
FHLMC 1.3% 6/28/2018-15	6/02/2015	12/28/2015	.00	3,000,000.00	3,000,000.00	.00	.00
FHLB 2.1% 6/30/2020-15	6/04/2015	9/30/2015	.00	4,000,000.00	4,000,000.00	.00	.00
FHLMC MEDIUM FED BOO FIXE	6/10/2015	9/24/2015	.00	2,000,000.00	2,000,000.00	.00	.00
FHLB 1.625% 12/11/2015	1/06/2015	12/11/2015	.00	300,000.00	300,000.00	.00	.00
*** U. S. GOVERNMENT SECURITY		***	.00	17,089,735.01	17,088,953.35	781.66	.00
CORPORATE STOCK-MORGAN STANLEY							
KINDER MORGAN INCORP	3/24/2014	3/12/2015	1,075.00	42,633.83	29,057.79	13,576.04	.00
KINDER MORGAN INCORP	12/17/2014	12/17/2015	280.00	4,279.64	10,923.33	.00	6,643.69

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GAIN ON SALES OF ASSETS-SHORT TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
KINDER MORGAN INCORP	6/03/2015	12/17/2015	1,488.00	22,743.21	60,859.35	.00	38,116.14
KINDER MORGAN INCORP	6/24/2015	12/17/2015	700.00	10,699.11	27,618.57	.00	16,919.46
PLAINS GP HLDGS LP	6/24/2015	12/17/2015	271.00	2,088.37	7,198.10	.00	5,109.73
PLAINS GP HLDGS LP	9/17/2015	12/17/2015	1,378.00	10,619.09	25,067.20	.00	14,448.11
TARGA RESOURCES CP	10/22/2014	6/23/2015	47.00	4,361.17	5,979.30	.00	1,618.13
TARGA RESOURCES CP	10/22/2014	6/24/2015	22.00	2,064.88	2,798.82	.00	733.94
TARGA RESOURCES CP	12/17/2014	12/17/2015	231.00	6,007.18	21,544.38	.00	15,537.20
TARGA RESOURCES CP	6/03/2015	12/17/2015	319.00	8,295.63	29,385.71	.00	21,090.08
TARGA RESOURCES CP	9/17/2015	12/17/2015	507.00	13,184.60	31,563.44	.00	18,378.84
TRANSCANADA CORP.	3/13/2015	6/02/2015	5,739.00	248,150.94	239,122.90	9,028.04	.00
WILLIAMS CO INC	6/10/2014	3/12/2015	3,189.00	147,805.52	152,519.03	.00	4,713.51
WILLIAMS CO INC	9/09/2014	6/23/2015	1,857.00	111,576.16	107,654.19	3,921.97	.00
WILLIAMS CO INC	6/03/2015	6/23/2015	12.00	721.01	608.71	112.30	.00
*** CORPORATE STOCK-MORGAN STANLEY ***			17,115.00	635,230.34	751,900.82	.00	116,670.48
GRAND TOTALS			46,615.75	19,111,101.79	19,261,597.23	.00	150,495.44

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CORPORATE STOCK-DODGE							
AOL INC.	3/06/2003	5/15/2015	51.00	2,581.96	1,275.86	1,306.10	.00
AOL INC	3/11/2003	5/15/2015	51.00	2,581.96	1,052.48	1,529.48	.00
AOL INC	3/26/2003	5/15/2015	66.00	3,341.37	1,328.08	2,013.29	.00
AOL INC	3/27/2003	5/15/2015	133.00	6,733.35	2,890.45	3,842.90	.00
AOL INC	3/28/2003	5/15/2015	75.00	3,797.01	1,622.26	2,174.75	.00
AOL INC.	4/04/2003	5/15/2015	24.00	1,215.05	482.77	732.28	.00
AOL INC.	3/31/2003	5/18/2015	45.00	2,274.71	887.95	1,386.76	.00
AOL INC.	4/04/2003	5/18/2015	21.00	1,061.53	422.43	639.10	.00
AOL INC.	10/29/2003	5/18/2015	45.00	2,274.71	904.15	1,370.56	.00
AOL INC.	9/23/2010	5/18/2015	89.00	4,498.86	1,648.28	2,850.58	.00
AOL INC.	9/23/2010	5/19/2015	200.00	10,053.81	3,704.00	6,349.81	.00
AOL INC.	9/23/2010	5/20/2015	300.00	15,091.22	5,556.00	9,535.22	.00
AOL INC	9/23/2010	6/09/2015	200.00	9,999.95	3,704.00	6,295.95	.00
AOL INC.	11/21/2003	6/11/2015	4.00	200.03	54.70	145.33	.00
AOL INC.	9/23/2010	6/11/2015	996.00	49,806.44	18,445.93	31,360.51	.00
AOL INC.	11/19/2003	6/15/2015	54.00	2,700.88	723.85	1,977.03	.00
AOL INC.	11/21/2003	6/15/2015	183.00	9,154.22	2,502.56	6,651.66	.00
AOL INC.	7/12/2006	6/15/2015	17.00	850.39	229.18	621.21	.00
AOL INC	7/12/2006	6/15/2015	28.00	1,400.45	377.46	1,022.99	.00
AOL INC	10/17/2007	6/15/2015	45.00	2,250.73	602.95	1,647.78	.00
AOL INC.	2/01/2008	6/15/2015	28.00	1,400.45	357.31	1,043.14	.00
AOL INC.	10/27/2008	6/15/2015	45.00	2,250.74	582.66	1,668.08	.00
AOL INC.	3/12/2003	6/17/2015	148.00	7,394.83	1,415.36	5,979.47	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
AOL INC.	11/20/2003	6/17/2015	90.00	4,496.86	1,142.06	3,354.80	.00
AOL INC.	3/24/2004	6/17/2015	60.00	2,997.90	728.63	2,269.27	.00
AOL INC.	2/01/2008	6/17/2015	102.00	5,096.44	1,301.62	3,794.82	.00
APACHE CORP.	6/21/2013	8/07/2015	100.00	4,676.10	8,490.41	.00	3,814.31
APACHE CORP.	6/21/2013	8/10/2015	300.00	14,274.45	25,471.23	.00	11,196.78
BANK OF NEW YORK MELLON C	4/07/2014	6/09/2015	200.00	8,681.88	6,780.64	1,901.24	.00
BANK OF NEW YORK MELLON C	4/07/2014	6/11/2015	100.00	4,396.45	3,390.32	1,006.13	.00
BANK OF NEW YORK MELLON C	4/10/2014	6/11/2015	300.00	13,189.34	10,046.58	3,142.76	.00
BANK OF NEW YORK MELLON C	4/10/2014	6/12/2015	200.00	8,731.87	6,697.72	2,034.15	.00
BANK OF NEW YORK MELLON C	4/10/2014	6/15/2015	300.00	12,981.30	10,046.58	2,934.72	.00
BANK OF NEW YORK MELLON C	3/19/2014	6/16/2015	200.00	8,641.02	6,696.72	1,944.30	.00
BANK OF NEW YORK MELLON C	3/18/2014	6/17/2015	200.00	8,642.92	6,679.24	1,963.68	.00
BANK OF NEW YORK MELLON C	3/18/2014	6/21/2015	200.00	8,642.38	6,679.24	1,963.14	.00
BANK OF NEW YORK MELLON C	4/15/2014	6/22/2015	200.00	8,718.45	6,594.60	2,123.85	.00
BANK OF NEW YORK MELLON C	4/15/2014	6/23/2015	100.00	4,365.27	3,297.30	1,067.97	.00
BANK OF NEW YORK MELLON C	4/15/2014	6/23/2015	100.00	4,365.28	3,294.18	1,071.10	.00
BANK OF NEW YORK MELLON C	4/15/2014	6/23/2015	200.00	8,728.51	6,594.60	2,133.91	.00
BANK OF NEW YORK MELLON C	4/15/2014	6/24/2015	200.00	8,727.83	6,588.36	2,139.47	.00
BANK OF NEW YORK MELLON C	4/14/2014	6/25/2015	200.00	8,653.84	6,587.54	2,066.30	.00
CARMAX INC.	7/08/2008	4/15/2015	200.00	14,522.59	2,643.04	11,879.55	.00
CARMAX INC.	7/08/2008	4/16/2015	200.00	14,434.27	2,643.04	11,791.23	.00
CARMAX INC.	7/08/2008	4/20/2015	400.00	28,397.23	5,286.08	23,111.15	.00
CARMAX INC.	7/08/2008	4/22/2015	100.00	7,086.86	1,321.52	5,765.34	.00
CARMAX INC	10/08/2008	4/22/2015	100.00	7,086.87	986.50	6,100.37	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CARMAX INC.	10/08/2008	5/07/2015	200.00	14,174.99	1,973.00	12,201.99	.00
CARMAX INC.	10/08/2008	5/08/2015	200.00	14,344.17	1,973.00	12,371.17	.00
CARMAX INC.	10/08/2008	5/08/2015	200.00	14,372.15	1,973.00	12,399.15	.00
CARMAX INC.	10/08/2008	5/12/2015	200.00	14,316.41	1,973.00	12,343.41	.00
CARMAX INC.	10/08/2008	5/13/2015	200.00	14,305.77	1,973.00	12,332.77	.00
CARMAX INC.	10/08/2008	5/15/2015	200.00	14,453.21	1,973.00	12,480.21	.00
CARMAX INC.	10/08/2008	5/18/2015	200.00	14,583.65	1,973.00	12,610.65	.00
CHEVRON CORP. NEW	3/22/2013	7/28/2015	200.00	18,478.73	24,208.04	.00	5,729.31
CHEVRON CORP. NEW	3/20/2013	7/29/2015	200.00	18,568.24	24,036.14	.00	5,467.90
CHEVRON CORP. NEW	3/22/2013	7/29/2015	300.00	27,852.35	36,312.06	.00	8,459.71
CHEVRON CORP. NEW	4/12/2013	7/29/2015	100.00	9,284.12	11,998.58	.00	2,714.46
CHEVRON CORP. NEW	3/19/2013	9/02/2015	100.00	7,805.86	11,891.91	.00	4,086.05
CHEVRON CORP. NEW	4/10/2013	9/02/2015	200.00	15,611.71	23,874.04	.00	8,262.33
CHEVRON CORP. NEW	4/12/2013	9/02/2015	300.00	23,417.56	35,995.74	.00	12,578.18
CHEVRON CORP. NEW	3/19/2013	9/03/2015	300.00	23,757.82	35,675.73	.00	11,917.91
CHEVRON CORP. NEW	4/09/2013	9/03/2015	200.00	15,838.55	23,738.02	.00	7,899.47
CHEVRON CORP. NEW	4/16/2013	9/04/2015	200.00	15,469.83	23,379.00	.00	7,909.17
CHEVRON CORP. NEW	6/26/1996	9/08/2015	400.00	30,731.39	12,033.00	18,698.39	.00
CHEVRON CORP. NEW	6/26/1996	9/09/2015	200.00	15,609.29	6,016.50	9,592.79	.00
CHEVRON CORP. NEW	6/18/1996	9/14/2015	200.00	15,109.16	5,979.00	9,130.16	.00
CHEVRON CORP. NEW	6/26/1996	9/14/2015	300.00	22,663.74	9,024.75	13,638.99	.00
CHEVRON CORP. NEW	6/18/1996	9/15/2015	200.00	15,711.59	5,979.00	9,732.59	.00
CHEVRON CORP. NEW	6/18/1996	9/15/2015	600.00	46,367.14	17,937.00	28,430.14	.00
CORNING, INC.	4/04/2013	4/01/2015	200.00	4,462.83	2,674.66	1,788.17	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
CORNING, INC.	4/04/2013	4/02/2015	200.00	4,465.01	2,674.66	1,790.35	.00
CORNING, INC.	4/11/2013	4/02/2015	200.00	4,465.02	2,670.08	1,794.94	.00
CORNING, INC.	4/03/2013	4/06/2015	300.00	6,712.37	4,004.73	2,707.64	.00
CORNING, INC.	4/11/2013	4/06/2015	200.00	4,474.92	2,670.08	1,804.84	.00
CORNING, INC.	4/03/2013	4/07/2015	200.00	4,425.69	2,669.82	1,755.87	.00
CORNING, INC.	4/03/2013	4/08/2015	200.00	4,423.07	2,669.82	1,753.25	.00
CORNING, INC.	4/03/2013	4/09/2015	200.00	4,447.89	2,669.82	1,778.07	.00
CORNING, INC.	4/03/2013	4/13/2015	300.00	6,796.37	4,004.73	2,791.64	.00
EBAY INC.	12/19/2013	5/12/2015	400.00	23,350.25	21,342.48	2,007.77	.00
EBAY INC.	12/19/2013	9/03/2015	100.00	2,697.46	2,157.28	540.18	.00
EBAY INC.	7/31/2014	9/03/2015	500.00	13,487.30	10,683.79	2,803.51	.00
EBAY INC.	8/05/2014	9/03/2015	200.00	5,394.92	4,283.54	1,111.38	.00
EBAY INC.	7/31/2014	12/08/2015	200.00	5,762.83	4,273.52	1,489.31	.00
EBAY INC.	7/31/2014	12/09/2015	200.00	5,756.95	4,273.52	1,483.43	.00
EBAY INC.	7/31/2014	12/10/2015	700.00	20,007.94	14,957.31	5,050.63	.00
EBAY INC.	8/01/2014	12/11/2015	200.00	5,657.32	4,250.15	1,407.17	.00
EBAY INC.	8/04/2014	12/11/2015	200.00	5,657.31	4,261.94	1,395.37	.00
EBAY INC.	8/01/2014	12/14/2015	600.00	16,792.07	12,750.45	4,041.62	.00
EBAY INC.	12/18/2013	12/15/2015	200.00	5,683.99	4,243.69	1,440.30	.00
EBAY INC.	8/01/2014	12/15/2015	100.00	2,842.00	2,125.07	716.93	.00
EBAY INC.	8/01/2014	12/15/2015	200.00	5,683.99	4,239.90	1,444.09	.00
EBAY INC.	8/01/2014	12/16/2015	1,000.00	28,560.57	21,199.51	7,361.06	.00
EBAY INC.	8/01/2014	12/17/2015	200.00	5,688.81	4,239.90	1,448.91	.00
EBAY INC.	1/28/2008	12/21/2015	400.00	10,965.07	4,256.39	6,708.68	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
EBAY INC.	11/21/2011	12/21/2015	100.00	2,741.27	1,160.62	1,580.65	.00
EBAY INC.	11/21/2011	12/21/2015	200.00	5,487.90	2,321.25	3,166.65	.00
EBAY INC.	8/01/2014	12/21/2015	400.00	10,975.79	8,479.81	2,495.98	.00
EBAY INC.	1/28/2008	12/22/2015	700.00	19,352.68	7,448.68	11,904.00	.00
EBAY INC.	1/28/2008	12/23/2015	200.00	5,550.49	2,128.20	3,422.29	.00
EBAY INC.	1/28/2008	12/28/2015	200.00	5,524.13	2,128.20	3,395.93	.00
EBAY INC.	1/28/2008	12/28/2015	200.00	5,525.61	2,128.19	3,397.42	.00
EBAY INC.	1/28/2008	12/29/2015	200.00	5,573.07	2,128.19	3,444.88	.00
EBAY INC.	1/28/2008	12/30/2015	100.00	2,787.76	1,064.10	1,723.66	.00
EBAY INC.	11/14/2008	12/30/2015	100.00	2,787.77	514.90	2,272.87	.00
EBAY INC.	11/14/2008	12/31/2015	200.00	5,530.43	1,029.80	4,500.63	.00
FEDEX CORP.	7/30/2009	2/24/2015	200.00	35,576.74	13,547.28	22,029.46	.00
FEDEX CORP.	5/27/1998	2/25/2015	100.00	17,644.56	3,238.16	14,406.40	.00
FEDEX CORP.	7/30/2009	2/25/2015	200.00	35,289.13	13,547.28	21,741.85	.00
FEDEX CORP.	5/27/1998	5/12/2015	100.00	17,313.18	3,238.16	14,075.02	.00
FEDEX CORP.	6/01/1998	5/12/2015	200.00	34,626.36	6,416.50	28,209.86	.00
GENERAL ELEC CO	11/14/2008	5/12/2015	1,700.00	45,882.15	27,293.50	18,588.65	.00
GENERAL ELEC CO	7/07/2009	10/27/2015	900.00	26,517.38	10,165.50	16,351.88	.00
GENERAL ELEC CO	7/07/2009	10/28/2015	2,200.00	64,722.36	24,849.00	39,873.36	.00
GENERAL ELEC CO	7/07/2009	10/29/2015	1,700.00	49,699.09	19,201.50	30,497.59	.00
GENERAL ELEC CO	7/07/2009	10/30/2015	1,500.00	43,741.89	16,942.50	26,799.39	.00
GENERAL ELEC CO	4/03/2009	11/02/2015	3,300.00	96,488.90	35,986.50	60,502.40	.00
GENERAL ELEC CO	7/07/2009	11/02/2015	700.00	20,467.34	7,906.50	12,560.84	.00
GENERAL ELEC CO	4/03/2009	11/03/2015	700.00	20,721.43	7,633.50	13,087.93	.00

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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
GLAXO WELLCOME	9/27/2004	6/03/2015	400.00	17,593.03	17,119.64	473.39	.00
GLAXO WELLCOME	9/27/2004	6/04/2015	300.00	13,058.90	12,839.73	219.17	.00
GLAXO WELLCOME	9/16/2004	6/10/2015	200.00	8,593.84	8,536.48	57.36	.00
GLAXO WELLCOME	9/27/2004	6/10/2015	200.00	8,593.84	8,559.82	34.02	.00
GLAXO WELLCOME	9/27/2004	6/10/2015	300.00	12,784.68	12,839.73	.00	55.05
GLAXO WELLCOME	9/16/2004	6/11/2015	200.00	8,633.96	8,536.48	97.48	.00
GLAXO WELLCOME	9/16/2004	6/16/2015	200.00	8,534.74	8,536.48	.00	1.74
GLAXO WELLCOME	9/16/2004	6/17/2015	200.00	8,566.86	8,536.48	30.38	.00
GLAXO WELLCOME	9/16/2004	6/19/2015	300.00	12,943.86	12,804.72	139.14	.00
GLAXO WELLCOME	9/16/2004	6/22/2015	400.00	17,353.16	17,072.96	280.20	.00
GLAXO WELLCOME	10/07/2004	6/22/2015	200.00	8,676.58	8,475.38	201.20	.00
GLAXO WELLCOME	10/07/2004	6/23/2015	200.00	8,707.63	8,475.38	232.25	.00
GLAXO WELLCOME	10/07/2004	6/25/2015	400.00	17,353.44	16,950.76	402.68	.00
GLAXO WELLCOME	10/07/2004	6/26/2015	200.00	8,639.82	8,475.38	164.44	.00
GLAXO WELLCOME	10/07/2004	7/01/2015	200.00	8,447.20	8,475.38	.00	28.18
GLAXO WELLCOME	10/07/2004	7/07/2015	200.00	8,354.24	8,475.38	.00	121.14
GLAXO WELLCOME	10/07/2004	7/09/2015	500.00	20,823.21	21,188.45	.00	365.24
GLAXO WELLCOME	10/29/2004	7/09/2015	200.00	8,395.84	8,470.72	.00	74.88
GLAXO WELLCOME	10/29/2004	7/10/2015	200.00	8,468.62	8,470.72	.00	2.10
GLAXO WELLCOME	10/29/2004	7/13/2015	400.00	17,180.52	16,941.44	239.08	.00
GLAXO WELLCOME	10/29/2004	7/14/2015	200.00	8,615.60	8,470.72	144.88	.00
GLAXO WELLCOME	10/29/2004	7/14/2015	200.00	8,653.84	8,470.72	183.12	.00
GLAXO WELLCOME	10/29/2004	7/15/2015	300.00	12,966.18	12,706.08	260.10	.00
JUNIPER NETWORKS INC.	11/26/2014	12/01/2015	100.00	3,043.46	2,215.89	827.57	.00

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GAIN ON SALES OF ASSETS--LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
JUNIPER NETWORKS INC.	11/28/2014	12/01/2015	100.00	3,043.46	2,211.83	831.63	.00
JUNIPER NETWORKS INC.	11/25/2014	12/03/2015	100.00	3,039.34	2,211.23	828.11	.00
JUNIPER NETWORKS INC.	11/28/2014	12/03/2015	100.00	3,039.34	2,211.83	827.51	.00
JUNIPER NETWORKS INC.	11/24/2014	12/07/2015	100.00	2,978.00	2,199.21	778.79	.00
JUNIPER NETWORKS INC.	11/24/2014	12/07/2015	100.00	2,979.47	2,199.21	780.26	.00
JUNIPER NETWORKS INC.	11/25/2014	12/07/2015	100.00	2,977.99	2,211.23	766.76	.00
JUNIPER NETWORKS INC.	11/25/2014	12/07/2015	200.00	5,955.99	4,414.04	1,541.95	.00
JUNIPER NETWORKS INC.	12/08/2014	12/09/2015	200.00	5,954.43	4,368.08	1,586.35	.00
JUNIPER NETWORKS INC.	12/08/2014	12/14/2015	400.00	11,451.99	8,736.16	2,715.83	.00
JUNIPER NETWORKS INC.	12/09/2014	12/14/2015	400.00	11,451.99	8,722.92	2,729.07	.00
JUNIPER NETWORKS INC.	12/02/2014	12/15/2015	700.00	20,369.83	15,049.44	5,320.39	.00
JUNIPER NETWORKS INC.	12/10/2014	12/15/2015	300.00	8,729.93	6,458.55	2,271.38	.00
JUNIPER NETWORKS INC.	12/10/2014	12/15/2015	1,100.00	31,989.72	23,681.35	8,308.37	.00
JUNIPER NETWORKS INC.	12/11/2014	12/15/2015	200.00	5,816.31	4,327.56	1,488.75	.00
JUNIPER NETWORKS INC.	12/02/2014	12/16/2015	400.00	11,747.66	8,599.68	3,147.98	.00
JUNIPER NETWORKS INC.	12/16/2014	12/18/2015	200.00	5,802.41	4,280.32	1,522.09	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/15/2015	200.00	5,352.26	4,162.66	1,189.60	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/15/2015	200.00	5,375.82	4,162.66	1,213.16	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/16/2015	200.00	5,306.18	4,162.66	1,143.52	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/17/2015	400.00	10,568.36	8,325.32	2,243.04	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/22/2015	1,400.00	37,678.06	29,138.62	8,539.44	.00
KONINKLIJKE PHILIPS ELECT	10/19/2011	6/23/2015	600.00	16,114.26	12,487.98	3,626.28	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	6/24/2015	200.00	5,354.26	4,085.80	1,268.46	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/10/2015	200.00	5,241.24	4,085.80	1,155.44	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/10/2015	500.00	13,139.70	10,214.50	2,925.20	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/13/2015	300.00	7,886.58	6,128.70	1,757.88	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/14/2015	300.00	7,876.98	6,128.70	1,748.28	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/16/2015	300.00	7,942.44	6,128.70	1,813.74	.00
KONINKLIJKE PHILIPS ELECT	10/18/2011	7/17/2015	200.00	5,315.90	4,085.80	1,230.10	.00
LIBERTY VENTURES SER A CO	8/04/2004	2/25/2015	60.42	2,442.60	916.82	1,525.78	.00
LIBERTY VENTURES SER A CO	8/09/2004	2/25/2015	53.31	2,155.23	802.75	1,352.48	.00
LIBERTY VENTURES SER A CO	8/10/2004	2/25/2015	17.41	703.85	265.09	438.76	.00
LIBERTY VENTURES SER A CO	2/08/2008	2/25/2015	56.86	2,298.92	800.99	1,497.93	.00
LIBERTY VENTURES SER A CO	2/22/2008	2/25/2015	11.98	484.49	168.79	315.70	.00
LIBERTY VENTURES SER A CO	2/06/2008	2/26/2015	41.38	1,684.09	578.40	1,105.69	.00
LIBERTY VENTURES SER A CO	2/06/2008	2/26/2015	72.35	2,937.86	1,011.35	1,926.51	.00
LIBERTY VENTURES SER A CO	2/22/2008	2/26/2015	101.75	4,141.02	1,433.02	2,708.00	.00
LIBERTY VENTURES SER A CO	2/27/2008	2/26/2015	56.86	2,314.38	799.72	1,514.66	.00
LIBERTY VENTURES SER A CO	2/28/2008	2/26/2015	85.30	3,463.54	1,189.47	2,274.07	.00
LIBERTY VENTURES SER A CO	2/29/2008	2/26/2015	42.34	1,719.25	563.30	1,155.95	.00
LIBERTY VENTURES SER A CO	2/29/2008	3/02/2015	39.40	1,577.13	524.21	1,052.92	.00
LIBERTY VENTURES SER A CO	5/06/2009	3/02/2015	497.59	19,915.57	3,128.77	16,786.80	.00
MICROSOFT CORP.	7/24/2013	8/31/2015	100.00	4,346.77	3,196.70	1,150.07	.00
MICROSOFT CORP.	12/17/2013	8/31/2015	900.00	39,120.93	32,944.50	6,176.43	.00
MICROSOFT CORP.	7/24/2013	9/11/2015	500.00	21,668.90	15,983.50	5,685.40	.00
MICROSOFT CORP.	7/24/2013	9/14/2015	700.00	30,102.94	22,376.90	7,726.04	.00
MICROSOFT CORP.	7/24/2013	9/15/2015	500.00	21,925.99	15,983.50	5,942.49	.00
MICROSOFT CORP.	1/27/2012	12/18/2015	100.00	5,491.61	2,928.50	2,563.11	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
MICROSOFT CORP	7/24/2013	12/18/2015	400.00	21,966.43	12,786.80	9,179.63	00
MICROSOFT CORP.	1/27/2012	12/21/2015	200.00	10,913.48	5,857.00	5,056.48	.00
MICROSOFT CORP.	4/16/2013	12/21/2015	1,700.00	92,764.57	49,273.31	43,491.26	00
MAXIM INTEGRATED PRODS IN	6/10/2014	10/20/2015	200.00	7,924.67	7,084.64	840.03	.00
MAXIM INTEGRATED PRODS IN	6/10/2014	10/21/2015	200.00	7,894.71	7,084.64	810.07	.00
MAXIM INTEGRATED PRODS IN	6/10/2014	10/22/2015	200.00	7,932.35	7,084.64	847.71	.00
MEDTRONIC PLC, DUBLIN	1/23/2015	1/23/2015	.00	121,375.45	.00	121,375.45	.00
MERCK & CO INC. NEW	6/09/2009	2/10/2015	200.00	11,775.37	5,199.40	6,575.97	.00
MERCK & CO INC. NEW	6/09/2009	2/11/2015	300.00	17,626.23	7,799.10	9,827.13	.00
MERCK & CO INC. NEW	6/09/2009	2/12/2015	300.00	17,659.98	7,799.10	9,860.88	.00
MERCK & CO INC. NEW	5/08/2009	2/13/2015	100.00	5,883.06	2,471.88	3,411.18	.00
MERCK & CO INC. NEW	6/09/2009	2/13/2015	300.00	17,649.18	7,799.10	9,850.08	.00
MERCK & CO INC NEW	5/08/2009	2/17/2015	400.00	23,521.88	9,887.52	13,634.36	.00
MERCK & CO INC. NEW	5/08/2009	2/26/2015	400.00	23,570.12	9,887.52	13,682.60	.00
MERCK & CO INC. NEW	5/08/2009	2/27/2015	200.00	11,774.48	4,943.76	6,830.72	.00
MERCK & CO INC. NEW	5/08/2009	3/02/2015	200.00	11,755.14	4,943.76	6,811.38	00
MERCK & CO INC. NEW	5/08/2009	3/16/2015	300.00	17,164.72	7,415.64	9,749.08	.00
NETAPP INC.	9/17/2014	11/03/2015	200.00	6,905.77	8,607.70	.00	1,701.93
NETAPP INC.	9/17/2014	11/05/2015	200.00	6,841.99	8,607.70	.00	1,765.71
NETAPP INC.	9/17/2014	11/05/2015	200.00	6,856.43	8,607.70	.00	1,751.27
NETAPP INC.	9/17/2014	11/06/2015	200.00	6,867.47	8,607.70	.00	1,740.23
NETAPP INC.	9/17/2014	11/10/2015	200.00	6,730.23	8,607.70	.00	1,877.47
NETAPP INC.	9/17/2014	11/10/2015	200.00	6,781.57	8,607.70	.00	1,826.13
NOKIA CORP	5/28/2013	4/17/2015	1,200.00	9,153.67	4,338.00	4,815.67	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
NOKIA CORP	5/28/2013	4/20/2015	800.00	6,071.88	2,892.00	3,179.88	.00
NOKIA CORP	5/28/2013	4/20/2015	800.00	6,089.40	2,892.00	3,197.40	.00
NOKIA CORP	5/28/2013	4/21/2015	800.00	6,263.88	2,892.00	3,371.88	.00
NOKIA CORP	5/28/2013	4/21/2015	2,900.00	22,514.02	10,483.50	12,030.52	.00
NOKIA CORP	5/28/2013	4/22/2015	800.00	6,359.88	2,892.00	3,467.88	.00
NOKIA CORP	5/28/2013	4/22/2015	2,400.00	19,263.48	8,676.00	10,587.48	.00
NOKIA CORP	5/28/2013	4/23/2015	800.00	6,249.72	2,892.00	3,357.72	.00
NOKIA CORP	5/28/2013	4/23/2015	800.00	6,279.88	2,892.00	3,387.88	.00
NOKIA CORP	5/28/2013	4/24/2015	1,300.00	10,253.04	4,699.50	5,553.54	.00
NOKIA CORP	5/28/2013	4/27/2015	1,100.00	8,456.53	3,976.50	4,480.03	.00
NOW INC.	2/21/2014	12/01/2015	400.00	7,361.26	11,752.16	.00	4,390.90
NOW INC	2/21/2014	12/03/2015	2.00	36.83	58.76	.00	21.93
NOW INC.	2/21/2014	12/03/2015	572.00	10,533.64	16,805.59	.00	6,271.95
PAYPAL HOLDINGS INC.	12/19/2013	7/22/2015	100.00	3,908.47	3,178.34	730.13	.00
PAYPAL HOLDINGS INC.	12/18/2013	7/31/2015	200.00	7,747.36	6,252.25	1,495.11	.00
PAYPAL HOLDINGS INC.	8/01/2014	8/03/2015	400.00	15,789.94	12,493.35	3,296.59	.00
PAYPAL HOLDINGS INC.	8/01/2014	8/04/2015	300.00	11,704.76	9,370.02	2,334.74	.00
PAYPAL HOLDINGS INC.	8/01/2014	8/31/2015	600.00	20,972.61	18,740.03	2,232.58	.00
PAYPAL HOLDINGS INC.	11/21/2011	11/04/2015	100.00	3,791.31	1,709.96	2,081.35	.00
PAYPAL HOLDINGS INC.	8/01/2014	11/04/2015	200.00	7,582.62	6,246.68	1,335.94	.00
PAYPAL HOLDINGS INC.	11/21/2011	11/05/2015	200.00	7,417.22	3,419.91	3,997.31	.00
PAYPAL HOLDINGS INC.	1/28/2008	11/10/2015	600.00	22,127.05	9,406.46	12,720.59	.00
PAYPAL HOLDINGS INC.	1/28/2008	11/11/2015	300.00	11,136.00	4,703.23	6,432.77	.00
PAYPAL HOLDINGS INC.	1/28/2008	11/16/2015	200.00	7,108.30	3,135.48	3,972.82	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
PAYPAL HOLDINGS INC.	1/28/2008	11/17/2015	400.00	14,479.77	6,270.97	8,208.80	.00
PAYPAL HOLDINGS INC.	1/28/2008	11/18/2015	200.00	7,348.60	3,135.48	4,213.12	.00
PAYPAL HOLDINGS INC.	1/28/2008	11/20/2015	200.00	7,275.24	3,135.49	4,139.75	.00
PAYPAL HOLDINGS INC.	1/28/2008	12/10/2015	100.00	3,566.11	1,567.74	1,998.37	.00
PAYPAL HOLDINGS INC.	11/14/2008	12/10/2015	100.00	3,566.11	758.60	2,807.51	.00
PAYPAL HOLDINGS INC.	11/14/2008	12/14/2015	400.00	13,973.14	3,034.41	10,938.73	.00
PAYPAL HOLDINGS INC.	11/14/2008	12/15/2015	300.00	10,820.38	2,275.81	8,544.57	.00
PAYPAL HOLDINGS INC.	11/14/2008	12/16/2015	200.00	7,189.98	1,517.20	5,672.78	.00
PFIZER INC. (PHARMACIA)	4/13/2010	5/12/2015	1,100.00	37,108.91	18,880.07	18,228.84	.00
PFIZER INC. (PHARMACIA)	4/13/2010	11/17/2015	600.00	19,805.75	10,298.22	9,507.53	.00
PFIZER INC. (PHARMACIA)	4/13/2010	11/18/2015	2,900.00	96,170.05	49,774.73	46,395.32	.00
PFIZER INC. (PHARMACIA)	7/30/2009	11/19/2015	1,077.00	34,882.10	17,388.17	17,493.93	.00
PFIZER INC. (PHARMACIA)	4/13/2010	11/19/2015	2,423.00	78,476.61	41,587.65	36,888.96	.00
PFIZER INC. (PHARMACIA)	7/30/2009	11/20/2015	2,300.00	74,499.07	37,133.50	37,365.57	.00
PFIZER INC. (PHARMACIA)	4/09/2009	11/24/2015	1,577.00	50,519.99	21,400.05	29,119.94	.00
PFIZER INC. (PHARMACIA)	7/30/2009	11/24/2015	723.00	23,161.68	11,672.83	11,488.85	.00
PFIZER INC. (PHARMACIA)	4/07/2009	11/25/2015	3,700.00	121,703.70	50,209.37	71,494.33	.00
SUNTRUST BKS INC.	10/16/2009	5/12/2015	800.00	33,979.37	17,349.68	16,629.69	.00
SUNTRUST BKS INC.	10/16/2009	9/01/2015	200.00	7,723.23	4,337.42	3,385.81	.00
SUNTRUST BKS INC.	10/16/2009	9/02/2015	200.00	7,732.13	4,337.42	3,394.71	.00
SUNTRUST BKS INC.	10/16/2009	9/04/2015	200.00	7,763.29	4,337.42	3,425.87	.00
SUNTRUST BKS INC.	10/16/2009	9/04/2015	200.00	7,777.49	4,337.42	3,440.07	.00
SUNTRUST BKS INC.	10/16/2009	9/08/2015	200.00	7,971.23	4,337.42	3,633.81	.00
SUNTRUST BKS INC.	10/16/2009	9/09/2015	200.00	8,004.31	4,337.42	3,666.89	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
SUNTRUST BKS INC.	10/16/2009	9/10/2015	200.00	7,922.37	4,337.42	3,584.95	.00
SUNTRUST BKS INC.	10/16/2009	9/11/2015	200.00	7,868.03	4,337.42	3,530.61	.00
SUNTRUST BKS INC.	10/16/2009	9/14/2015	200.00	7,912.29	4,337.42	3,574.87	.00
SUNTRUST BKS INC.	10/16/2009	9/15/2015	300.00	11,979.25	6,506.13	5,473.12	.00
SUNTRUST BKS INC.	10/16/2009	9/16/2015	200.00	7,991.69	4,337.42	3,654.27	.00
SUNTRUST BKS INC.	10/16/2009	9/17/2015	200.00	7,997.31	4,337.42	3,659.89	.00
SUNTRUST BKS INC.	10/16/2009	9/18/2015	200.00	7,602.76	4,337.42	3,265.34	.00
SUNTRUST BKS INC.	10/16/2009	9/21/2015	100.00	3,833.69	2,168.71	1,664.98	.00
SUNTRUST BKS INC.	9/02/2011	9/21/2015	100.00	3,833.70	1,894.95	1,938.75	.00
SUNTRUST BKS INC.	9/02/2011	9/22/2015	200.00	7,565.06	3,789.90	3,775.16	.00
SUNTRUST BKS INC.	9/02/2011	9/23/2015	300.00	11,385.30	5,684.85	5,700.45	.00
SUNTRUST BKS INC.	9/02/2011	9/24/2015	600.00	22,508.40	11,369.70	11,138.70	.00
SUNTRUST BKS INC.	9/02/2011	9/25/2015	400.00	15,400.27	7,579.80	7,820.47	.00
SUNTRUST BKS INC.	9/02/2011	9/28/2015	200.00	7,514.32	3,789.90	3,724.42	.00
SUNTRUST BKS INC.	9/02/2011	9/29/2015	200.00	7,492.92	3,789.90	3,703.02	.00
SUNTRUST BKS INC.	9/02/2011	9/30/2015	200.00	7,639.89	3,789.90	3,849.99	.00
SUNTRUST BKS INC.	9/02/2011	10/01/2015	300.00	11,533.16	5,684.85	5,848.31	.00
SYNOPSIS INC.	4/11/2014	7/20/2015	600.00	30,406.42	21,985.20	8,421.22	.00
SYNOPSIS INC.	4/11/2014	9/14/2015	400.00	19,137.00	14,656.80	4,480.20	.00
SYNOPSIS INC.	5/25/2010	9/15/2015	200.00	9,609.30	4,235.00	5,374.30	.00
SYNOPSIS INC.	5/25/2010	9/16/2015	200.00	9,646.22	4,235.00	5,411.22	.00
SYNOPSIS INC.	5/25/2010	9/18/2015	200.00	9,508.94	4,235.00	5,273.94	.00
SYNOPSIS INC.	5/25/2010	9/21/2015	300.00	14,308.05	6,352.50	7,955.55	.00
TARGET CORP	5/16/2014	8/31/2015	800.00	61,858.86	46,652.00	15,206.86	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
TARGET CORP.	5/16/2014	9/01/2015	200.00	15,089.02	11,663.00	3,426.02	.00
TARGET CORP.	5/16/2014	9/03/2015	200.00	15,614.73	11,663.00	3,951.73	.00
TARGET CORP.	5/16/2014	9/08/2015	300.00	23,224.43	17,494.50	5,729.93	.00
TIME INC. NEW	3/11/2003	6/05/2015	70.00	1,648.12	740.96	907.16	.00
TIME INC. NEW	3/26/2003	6/05/2015	30.00	706.34	311.22	395.12	.00
TIME INC. NEW	11/10/2011	6/05/2015	100.00	2,354.45	1,074.61	1,279.84	.00
TIME INC. NEW	3/26/2003	6/08/2015	61.00	1,433.33	632.82	800.51	.00
TIME INC. NEW	3/31/2003	6/08/2015	15.00	352.46	153.21	199.25	.00
TIME INC. NEW	4/04/2003	6/08/2015	62.00	1,456.83	643.01	813.82	.00
TIME INC. NEW	10/29/2003	6/08/2015	62.00	1,456.83	642.42	814.41	.00
TIME INC. NEW	3/31/2003	6/10/2015	47.00	1,101.36	480.05	621.31	.00
TIME INC. NEW	11/21/2003	6/10/2015	153.00	3,585.29	1,182.31	2,402.98	.00
TIME INC. NEW	11/19/2003	6/11/2015	33.00	774.89	251.34	523.55	.00
TIME INC. NEW	11/21/2003	6/11/2015	105.00	2,465.52	811.39	1,654.13	.00
TIME INC. NEW	7/12/2006	6/11/2015	62.00	1,455.84	474.17	981.67	.00
TIME INC. NEW	11/19/2003	6/12/2015	42.00	986.68	319.89	666.79	.00
TIME INC. NEW	11/20/2003	6/12/2015	55.00	1,290.23	402.76	887.47	.00
TIME INC. NEW	10/17/2007	6/12/2015	62.00	1,456.52	472.07	984.45	.00
TIME INC. NEW	2/01/2008	6/12/2015	34.00	798.75	249.98	548.77	.00
TIME INC. NEW	2/01/2008	6/12/2015	145.00	3,401.50	1,066.07	2,335.43	.00
TIME INC. NEW	10/27/2008	6/12/2015	62.00	1,456.52	460.60	995.92	.00
TIME INC. NEW	3/12/2003	6/16/2015	204.00	4,757.62	1,232.09	3,525.53	.00
TIME INC. NEW	11/20/2003	6/16/2015	70.00	1,632.52	512.61	1,119.91	.00
TIME INC. NEW	3/24/2004	6/16/2015	83.00	1,935.69	589.21	1,346.48	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
TIME WARNER, INC.	11/10/2011	5/12/2015	500.00	41,674.23	16,275.87	25,398.36	.00
UNITEDHEALTH GROUP INC.	4/11/2014	7/23/2015	100.00	11,931.81	7,921.93	4,009.88	.00
UNITEDHEALTH GROUP INC.	4/11/2014	7/24/2015	200.00	23,668.98	15,843.86	7,825.12	.00
UNITEDHEALTH GROUP INC.	4/11/2014	8/31/2015	200.00	23,177.91	15,843.86	7,334.05	.00
UNITEDHEALTH GROUP INC.	4/11/2014	9/01/2015	200.00	22,729.80	15,843.86	6,885.94	.00
UNITEDHEALTH GROUP INC.	4/11/2014	9/02/2015	200.00	22,723.10	15,843.86	6,879.24	.00
UNITEDHEALTH GROUP INC.	4/11/2014	9/03/2015	200.00	23,032.13	15,843.86	7,188.27	.00
WELLS FARGO COMPANY	7/09/2008	5/12/2015	1,000.00	55,324.08	71,873.43	.00	16,549.35
*** CORPORATE STOCK-DODGE		***	112,567.95	4,306,384.35	2,558,228.98	1,748,155.37	.00
CORPORATE STOCK-LUTHER KING							
ABBVIE INC.	4/10/2013	3/12/2015	1,500.00	86,825.60	64,552.50	22,273.10	.00
ABBVIE INC.	12/16/2013	3/12/2015	2,500.00	144,709.33	134,621.25	10,088.08	.00
CELGENE CORP.	2/04/2011	2/09/2015	500.00	59,446.78	12,796.75	46,650.03	.00
CELGENE CORP.	3/15/2011	2/09/2015	400.00	47,557.43	10,509.60	37,047.83	.00
CELGENE CORP.	7/17/2013	2/09/2015	100.00	11,889.36	6,782.00	5,107.36	.00
CELGENE CORP.	2/04/2011	2/18/2015	1,000.00	118,010.82	25,593.50	92,417.32	.00
CELGENE CORP.	7/02/2010	4/28/2015	1,000.00	114,009.80	25,481.05	88,528.75	.00
CELGENE CORP.	2/04/2011	4/28/2015	500.00	57,004.90	12,796.75	44,208.15	.00
CELGENE CORP.	7/02/2010	10/13/2015	1,000.00	116,847.84	25,481.05	91,366.79	.00
COLGATE PALMOLIVE CO.	7/14/2010	2/18/2015	500.00	35,063.70	20,701.97	14,361.73	.00
COLGATE PALMOLIVE CO.	7/26/2010	2/18/2015	1,000.00	70,127.41	41,920.15	28,207.26	.00
COVIDIEN LIMITED	1/26/2015	1/26/2015	7,500.00	815,656.50	259,034.46	556,622.04	.00
E M C CORP	7/26/2010	10/13/2015	5,000.00	139,093.93	101,099.50	37,994.43	.00

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E M C CORP.	8/04/2010	10/13/2015	4,000.00	111,275.15	83,800.00	27,475.15	.00
GENERAL ELEC CO.	7/13/2010	4/29/2015	6,000.00	162,351.61	92,129.40	70,222.21	.00
GENERAL ELEC CO.	7/28/2010	4/29/2015	4,000.00	108,234.40	64,360.00	43,874.40	.00
GENERAL ELEC CO.	8/02/2010	4/29/2015	1,500.00	40,587.90	24,614.85	15,973.05	.00
ALPHABET CL A (GOOGLE INC	7/13/2010	10/13/2015	100.00	67,437.75	24,175.34	43,262.41	.00
ALPHABET CL A (GOOGLE INC	7/13/2010	10/13/2015	100.00	67,437.76	24,107.68	43,330.08	.00
ALPHABET CL C (GOOGLE INC	7/13/2010	5/18/2015	.75	395.50	180.20	215.30	.00
HALLIBURTON CO.	7/02/2010	2/09/2015	6,000.00	262,255.99	153,345.00	108,910.99	.00
KIRBY CORPORATION	1/20/2012	1/27/2015	3,600.00	282,458.39	251,657.64	30,800.75	.00
KIRBY CORPORATION	7/31/2012	1/27/2015	1,400.00	109,844.93	74,543.00	35,301.93	.00
KIRBY CORPORATION	10/09/2012	1/27/2015	1,000.00	78,460.67	57,010.00	21,450.67	.00
KIRBY CORPORATION	4/17/2013	1/27/2015	1,000.00	78,460.66	74,020.00	4,440.66	.00
LKCM SMALL-MID CAP EQUITY	12/31/2015	12/31/2015	.00	54,681.29	.00	54,681.29	.00
MERCK & CO INC NEW	7/21/2014	10/13/2015	700.00	35,425.23	40,497.10	.00	5,071.87
MERCK & CO INC. NEW	8/21/2014	10/13/2015	1,500.00	75,911.20	89,279.10	.00	13,367.90
MICROSOFT CORP	6/21/2014	9/08/2015	1,500.00	65,203.79	66,818.55	.00	1,614.76
MONSANTO CO. NEW	7/13/2010	3/12/2015	800.00	94,525.78	41,629.44	52,896.34	.00
MONSANTO CO. NEW	7/02/2010	6/12/2015	500.00	57,146.60	23,278.60	33,868.00	.00
MONSANTO CO. NEW	7/13/2010	6/12/2015	500.00	57,146.59	26,018.40	31,128.19	.00
NATIONAL INSTRUMENT CORP.	7/07/2010	2/18/2015	9,000.00	280,118.03	186,561.00	93,557.03	.00
NATIONAL INSTRUMENT CORP.	7/14/2010	2/18/2015	3,750.00	116,715.85	79,517.25	37,198.60	.00
NATIONAL INSTRUMENT CORP	7/15/2010	2/18/2015	3,750.00	116,715.85	79,452.50	37,263.35	.00
NATIONAL INSTRUMENT CORP.	7/16/2010	2/18/2015	2,250.00	70,029.51	47,145.00	22,884.51	.00
OREILLY AUTO INC. NEW	7/27/2010	9/08/2015	500.00	119,482.80	25,020.00	94,462.80	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
PALL CORPORATION	10/27/2011	6/12/2015	500.00	62,285.05	26,730.00	35,555.05	.00
PALL CORPORATION	11/26/2012	6/12/2015	1,000.00	124,570.11	61,330.00	63,240.11	.00
PALL CORPORATION	10/27/2011	8/28/2015	5,000.00	635,316.30	267,300.00	368,016.30	.00
PALL CORPORATION	11/08/2011	8/28/2015	1,000.00	127,063.26	51,340.00	75,723.26	.00
PROCTER & GAMBLE CO.	7/26/2010	2/09/2015	500.00	42,437.06	31,042.60	11,394.46	.00
PROCTER & GAMBLE CO.	3/04/2011	2/09/2015	1,000.00	84,874.12	62,595.00	22,279.12	.00
PROCTER & GAMBLE CO.	7/26/2010	3/12/2015	1,400.00	114,690.92	86,919.28	27,771.64	.00
PROCTER & GAMBLE CO.	7/26/2010	6/12/2015	3,600.00	283,273.74	223,506.72	59,767.02	.00
PROCTER & GAMBLE CO.	8/03/2010	6/12/2015	1,000.00	78,687.15	59,660.00	19,027.15	.00
PROCTER & GAMBLE CO.	8/17/2010	6/12/2015	500.00	39,343.58	30,035.00	9,308.58	.00
THERMO FISHER SCIENTIFIC	11/26/2012	2/09/2015	1,300.00	161,009.50	80,756.00	80,253.50	.00
THERMO FISHER SCIENTIFIC	7/26/2010	2/18/2015	1,000.00	127,701.44	50,810.00	76,891.44	.00
THERMO FISHER SCIENTIFIC	11/26/2012	2/18/2015	200.00	25,540.29	12,424.00	13,116.29	.00
THERMO FISHER SCIENTIFIC	7/26/2010	9/08/2015	500.00	61,458.86	25,405.00	36,053.86	.00
WALGREENS BOOTS ALLIANCE	7/15/2010	2/18/2015	1,000.00	77,448.57	29,650.00	47,798.57	.00
WALGREENS BOOTS ALLIANCE	7/13/2010	9/08/2015	500.00	44,371.53	14,320.00	30,051.53	.00
WALGREENS BOOTS ALLIANCE	7/15/2010	9/08/2015	1,000.00	88,743.06	29,650.00	59,093.06	.00
WALGREENS BOOTS ALLIANCE	7/13/2010	10/13/2015	1,500.00	128,442.63	42,960.00	85,482.63	.00
WHIRLPOOL CORP.	1/25/2013	2/18/2015	1,000.00	212,604.08	110,577.90	102,026.18	.00
WHIRLPOOL CORP.	1/22/2013	3/12/2015	600.00	119,064.32	62,393.46	56,670.86	.00
ZIONS BANCORP	2/20/2014	3/12/2015	6,000.00	164,876.96	180,029.40	.00	15,152.44
*** CORPORATE STOCK-LUTHER KING	***		106,050.75	7,132,349.16	3,909,964.94	3,222,384.22	.00

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FREDDIE MAC 5.5% 5/1/2022	7/15/2007	1/15/2015	.00	2,052.67	2,051.16	1.51	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	2/17/2015	.00	1,515.87	1,514.76	1.11	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	3/16/2015	.00	2,088.54	2,087.01	1.53	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	4/15/2015	.00	1,216.37	1,215.48	.89	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	5/15/2015	.00	1,725.08	1,723.81	1.27	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	6/15/2015	.00	1,482.77	1,481.68	1.09	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	7/15/2015	.00	1,451.71	1,450.65	1.06	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	8/17/2015	.00	2,063.02	2,061.51	1.51	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	9/15/2015	.00	1,382.21	1,381.20	1.01	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	10/15/2015	.00	1,107.62	1,106.81	.81	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	11/16/2015	.00	1,335.17	1,334.19	.98	.00
FREDDIE MAC 5.5% 5/1/2022	7/15/2007	12/15/2015	.00	1,199.87	1,198.99	.88	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	1/15/2015	.00	1,509.59	1,480.58	29.01	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	2/17/2015	.00	1,359.96	1,333.82	26.14	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	3/16/2015	.00	1,812.30	1,777.47	34.83	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	4/15/2015	.00	1,751.61	1,717.95	33.66	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	5/15/2015	.00	3,043.95	2,985.45	58.50	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	6/15/2015	.00	1,770.51	1,736.48	34.03	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	7/15/2015	.00	1,572.59	1,542.37	30.22	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	8/17/2015	.00	1,609.65	1,578.71	30.94	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	9/15/2015	.00	1,640.00	1,608.48	31.52	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	10/15/2015	.00	2,064.09	2,024.42	39.67	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	11/16/2015	.00	2,133.08	2,092.09	40.99	.00
FHLMC #G12718 5.5% 7/2/20	7/09/2007	12/15/2015	.00	1,995.32	1,956.97	38.35	.00

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DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
FGPC230401BE GOLD PROGRAM	4/17/2008	1/15/2015	.00	3,912.75	3,902.97	9.78	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	2/17/2015	.00	3,483.15	3,474.44	8.71	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	3/16/2015	.00	2,884.95	2,877.74	7.21	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	4/15/2015	.00	3,137.10	3,129.26	7.84	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	5/15/2015	.00	2,403.30	2,397.29	6.01	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	6/15/2015	.00	2,337.75	2,331.90	5.85	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	7/15/2015	.00	2,410.35	2,404.32	6.03	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	8/17/2015	.00	2,872.80	2,865.62	7.18	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	9/15/2015	.00	3,104.85	3,097.09	7.76	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	10/15/2015	.00	2,691.15	2,684.42	6.73	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	11/16/2015	.00	2,590.20	2,583.72	6.48	.00
FGPC230401BE GOLD PROGRAM	4/17/2008	12/15/2015	.00	2,206.80	2,201.28	5.52	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	1/15/2015	.00	3,003.62	2,998.46	5.16	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	2/17/2015	.00	2,507.22	2,502.91	4.31	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	3/16/2015	.00	2,208.60	2,204.80	3.80	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	4/15/2015	.00	2,555.82	2,551.43	4.39	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	5/15/2015	.00	2,637.90	2,633.37	4.53	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	6/15/2015	.00	2,726.87	2,722.18	4.69	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	7/15/2015	.00	2,602.26	2,597.79	4.47	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	8/17/2015	.00	2,786.40	2,781.61	4.79	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	9/15/2015	.00	2,155.28	2,151.57	3.71	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	10/15/2015	.00	2,702.43	2,697.78	4.65	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	11/16/2015	.00	2,025.81	2,022.33	3.48	.00
F MAC #G12806 5.5% 9/1/20	7/18/2008	12/15/2015	.00	2,797.07	2,792.26	4.81	.00

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FED GOVT G18265 5.5% 7/1/	8/06/2008	1/15/2015	.00	1,818.30	1,807.79	10.51	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	2/17/2015	.00	2,452.35	2,438.17	14.18	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	3/16/2015	.00	1,674.15	1,664.47	9.68	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	4/15/2015	.00	5,765.55	5,732.22	33.33	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	5/15/2015	.00	3,089.55	3,071.69	17.86	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	6/15/2015	.00	3,140.10	3,121.94	18.16	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	7/15/2015	.00	3,604.05	3,583.21	20.84	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	8/17/2015	.00	1,813.20	1,802.72	10.48	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	9/15/2015	.00	4,341.30	4,316.20	25.10	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	10/15/2015	.00	2,821.95	2,805.63	16.32	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	11/16/2015	.00	3,359.55	3,340.13	19.42	.00
FED GOVT G18265 5.5% 7/1/	8/06/2008	12/15/2015	.00	3,385.80	3,366.22	19.58	.00
FHLMC 2.0% 6/27/2019-14	12/18/2013	3/27/2015	.00	3,000,000.00	2,988,000.00	12,000.00	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	1/26/2015	.00	27,683.81	27,532.41	151.40	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	2/25/2015	.00	28,143.10	27,989.19	153.91	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	3/25/2015	.00	27,005.66	26,857.97	147.69	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	4/27/2015	.00	26,330.91	26,186.91	144.00	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	5/26/2015	.00	33,188.26	33,006.76	181.50	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	6/25/2015	.00	31,000.16	30,830.63	169.53	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	7/27/2015	.00	35,772.19	35,576.56	195.63	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	8/25/2015	.00	24,632.51	24,497.80	134.71	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	9/25/2015	.00	31,063.26	30,893.38	169.88	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	10/26/2015	.00	24,665.06	24,530.17	134.89	.00
FANNIE MAE 2.5% 5/1/2028	12/18/2013	11/25/2015	.00	32,937.12	32,757.00	180.12	.00

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FANNIE MAE 2.5% 5/1/2028	12/18/2013	12/28/2015	.00	27,773.31	27,621.42	151.89	.00
FHLB 2.5% 11/19/2018-15	2/05/2014	5/19/2015	.00	1,500,000.00	1,500,000.00	.00	.00
FHLB 9% 3/24/2017-14	3/03/2014	6/24/2015	.00	2,000,000.00	2,000,000.00	.00	.00
FANNIE MAE AU1657 2.5% 7/	3/11/2014	3/25/2015	.00	9,900.63	9,915.33	.00	14.70
FANNIE MAE AU1657 2.5% 7/	3/11/2014	4/27/2015	.00	10,609.17	10,624.92	.00	15.75
FANNIE MAE AU1657 2.5% 7/	3/11/2014	5/26/2015	.00	22,698.87	22,732.56	.00	33.69
FANNIE MAE AU1657 2.5% 7/	3/11/2014	6/25/2015	.00	14,747.51	14,769.40	.00	21.89
FANNIE MAE AU1657 2.5% 7/	3/11/2014	7/27/2015	.00	15,470.10	15,493.06	.00	22.96
FANNIE MAE AU1657 2.5% 7/	3/11/2014	8/25/2015	.00	19,819.96	19,849.38	.00	29.42
FANNIE MAE AU1657 2.5% 7/	3/11/2014	9/25/2015	.00	13,890.70	13,911.32	.00	20.62
FANNIE MAE AU1657 2.5% 7/	3/11/2014	10/26/2015	.00	16,714.82	16,739.63	.00	24.81
FANNIE MAE AU1657 2.5% 7/	3/11/2014	11/25/2015	.00	14,535.02	14,556.60	.00	21.58
FANNIE MAE AU1657 2.5% 7/	3/11/2014	12/28/2015	.00	15,593.10	15,616.25	.00	23.15
BERKSHIRE HATHAWAY 3.2% 2	4/26/2012	2/11/2015	.00	2,000,000.00	2,000,000.00	.00	.00
*** U. S. GOVERNMENT SECURITY			.00	9,147,069.06	9,132,587.62	14,481.44	.00
CORPORATE STOCK-MORGAN STANLEY							
KINDER MORGAN INCORP	3/28/2013	3/12/2015	4,006.00	158,875.43	125,037.72	33,837.71	.00
KINDER MORGAN INCORP	4/09/2013	3/12/2015	2.00	79.32	81.36	.00	2.04
KINDER MORGAN INCORP	5/10/2013	3/12/2015	1,361.00	53,976.40	42,084.43	11,891.97	.00
KINDER MORGAN INCORP	6/19/2013	3/12/2015	1,220.00	48,384.43	35,628.56	12,755.87	.00
KINDER MORGAN INCORP	8/27/2013	3/12/2015	253.00	10,033.82	7,402.76	2,631.06	.00
KINDER MORGAN INCORP	3/24/2014	9/16/2015	88.00	2,687.93	2,378.68	309.25	.00
KINDER MORGAN INCORP	3/28/2013	12/17/2015	1.00	15.28	54.95	.00	39.67

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THE PRIDDY FOUNDATION

(SB-GS)
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GAIN ON SALES OF ASSETS-LONG TERM 2015

DESCRIPTION	DATE ACQUIRED	DATE SOLD	NO. OF SHARES	SALES PRICE	COST OR BASIS	GAIN	<LOSS>
KINDER MORGAN INCORP	3/24/2014	12/17/2015	1,652.00	25,249.86	44,654.38	.00	19,404.52
KINDER MORGAN INCORP	4/21/2014	12/17/2015	1,854.00	28,337.31	52,383.69	.00	24,046.38
KINDER MORGAN INCORP	9/09/2014	12/17/2015	15.00	290.40	283.87	6.53	.00
KINDER MORGAN INCORP	12/02/2014	12/17/2015	14,499.00	221,608.78	602,215.97	.00	380,607.19
PLAINS GP HLDGS LP	12/19/2013	3/12/2015	1,996.00	54,724.92	47,437.55	7,287.37	.00
PLAINS GP HLDGS LP	12/19/2013	6/02/2015	3,593.00	100,211.95	84,594.71	15,617.24	.00
PLAINS GP HLDGS LP	12/19/2013	12/17/2015	2,804.00	21,608.07	64,734.09	.00	43,126.02
PLAINS GP HLDGS LP	4/21/2014	12/17/2015	1,160.00	8,939.14	30,247.00	.00	21,307.86
PLAINS GP HLDGS LP	6/10/2014	12/17/2015	902.00	6,950.95	25,428.84	.00	18,477.89
PLAINS GP HLDGS LP	9/09/2014	12/17/2015	4,940.00	38,068.42	149,121.06	.00	111,052.64
TARGA RESOURCES CP	10/22/2014	12/17/2015	2,334.00	60,695.95	296,929.38	.00	236,233.43
WILLIAMS CO INC	6/10/2014	6/23/2015	3,396.00	204,045.58	162,419.13	41,626.45	.00
*** CORPORATE STOCK-MORGAN STANLEY ***			46,076.00	1,044,783.94	1,773,118.13	.00	728,334.19
GRAND TOTALS			264,694.70	21,630,586.51	17,373,899.67	4,256,686.84	.00

Schedule 3C

NET GAIN OR LOSS FROM SALE OF ASSETS - MORGAN STANLEY PARTNERSHIPS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

	Date Acquired	Date Sold	Units Disposed	Sales Price	Cost	Form K-1 Adjustments to Basis	Total Gain (Loss)
Access Midstream Partners	Various	02/05/15	F/S	\$ 68.38	\$ 90.32	\$	\$ (21.94)
Buckeye Partners	Various	03/12/15	91	6,838.23	5,540.53	(1,203.00)	2,500.70
Buckeye Partners	Various	06/23/15	39	3,073.22	2,374.51	(565.00)	1,263.71
Buckeye Partners	Various	09/16/15	613	40,523.64	37,322.44	(9,695.00)	12,896.20
Buckeye Partners	Various	12/17/15	471	26,211.65	28,676.79	(8,109.00)	5,643.86
Columbia Pipeline	Various	12/17/15	3165	50,506.77	86,330.12	(2,291.00)	(33,532.35)
Dominion Midstream Partners	Various	12/17/15	1022	27,565.39	35,206.26	(1,109.00)	(6,531.87)
Enlink Midstream	Various	03/12/15	117	3,042.77	2,158.23	(1,034.00)	1,918.54
Enterprise Product Partners	Various	09/16/15	1784	47,492.77	52,967.50	(18,335.00)	12,860.27
Enterprise Product Partners	Various	09/16/15	789	21,004.37	23,640.10	(8,110.00)	5,474.27
Enterprise Product Partners	Various	12/17/15	2559	59,050.14	76,673.01	(29,601.00)	11,978.13
EQT Midstream Partners	Various	09/16/15	286	20,853.08	13,115.33	(1,522.00)	9,259.75
EQT Midstream Partners	Various	09/16/15	197	14,363.83	10,839.85	(1,127.00)	4,650.98
EQT Midstream Partners	Various	12/17/15	704	47,861.47	38,737.32	(5,251.00)	14,375.15
Magellan Midstream Partners	Various	03/12/15	43	3,357.04	2,274.95	(290.00)	1,372.09
Magellan Midstream Partners	Various	06/23/15	66	5,213.99	3,491.78	(508.00)	2,230.21
Magellan Midstream Partners	Various	09/16/15	447	28,933.87	23,648.85	(4,014.00)	9,299.02
Magellan Midstream Partners	Various	09/16/15	1632	105,637.74	87,741.22	(14,653.00)	32,549.52
Markwest Energy Partners	Various	09/16/15	292	14,633.13	21,214.33	(3,495.00)	(3,086.20)
Markwest Energy Partners Mgr	Various	11/30/15				(7,922.00)	7,922.00
Markwest Energy Partners Mgr	Various	11/30/15			18,483.99		(18,483.99)
MPLX LP	Various	03/12/15	682	50,009.93	42,894.59	(766.00)	7,881.34
MPLX LP	Various	06/23/15	64	4,722.62	4,025.30	(146.00)	843.32
MPLX LP	Various	06/24/15	76	5,706.33	4,780.04	(173.00)	1,099.29
MPLX LP	Various	12/31/15	F/S	28.86			28.86
Oneok Partners LP	Various	03/12/15	1961	80,654.64	111,081.43	(45,592.00)	15,165.21
Oneok Partners LP	Various	03/12/15	1834	75,431.21	103,890.41	(42,637.00)	14,177.80
Phillips 66 Partners LP	Various	03/12/15	560	40,919.45	36,323.28	(446.00)	5,042.17
Plains All American Pipeline	Various	03/12/15	109	5,088.86	6,173.55	(1,106.00)	21.31
Shell Midstream Partners LP	Various	03/12/15	477	18,087.60	17,239.07	(175.00)	1,023.53
Shell Midstream Partners LP	Various	06/02/15	639	30,327.08	23,093.84	(502.00)	7,735.24
Spectra Energy Partners LP	Various	09/16/15	672	29,590.17	26,192.48	(7,929.00)	11,326.69
Spectra Energy Partners LP	Various	09/16/15	1086	47,819.82	42,937.83	(12,810.00)	17,691.99
Spectra Energy Partners LP	Various	12/17/15	1397	56,622.29	55,234.03	(19,348.00)	20,736.26
Sunoco Logistics	Various	09/16/15	475	14,259.61	15,560.83	(5,119.00)	3,817.78
TC Pipelines	Various	09/16/15	1660	89,419.73	81,833.68	(27,496.00)	35,082.05
TC Pipelines	Various	12/17/15	101	4,267.35	4,979.04	(1,911.00)	1,199.31
Tesoro Logistics	Various	06/23/15	145	8,430.55	7,015.20	(1,345.00)	2,760.35
Tesoro Logistics	Various	06/24/15	16	935.78	774.09	(149.00)	310.69
Tesoro Logistics	Various	09/16/15	1026	50,833.46	49,638.60	(11,384.00)	12,578.86
Tesoro Logistics	Various	12/17/15	1510	68,490.22	73,054.86	(19,809.00)	15,244.36
Western Gas Eq Partners	Various	03/12/15	155	9,170.02	9,530.31	(409.00)	48.71
Western Gas Eq Partners	Various	09/16/15	20	10,071.32	12,604.61	(1,109.00)	(1,424.29)
Western Gas Partners	Various	09/16/15	669	34,788.42	39,658.05	(11,127.00)	6,257.37
Williams Partners Merger	Various	04/30/15			99,784.13		(99,784.13)
Williams Partners	Various	03/12/15	4386	210,607.89	170,981.81	(94,413.56)	134,039.64
Williams Partners	Various	03/12/15	382	18,342.96	22,277.84	(8,610.44)	4,675.56
Williams Partners	Various	06/02/15	1562	87,412.13	91,094.22	(21,093.38)	17,411.29
Williams Partners	Various	06/02/15	472	26,413.91	27,300.83	(6,373.93)	5,487.01
Williams Partners	Various	06/02/15	30	1,678.85	1,318.80	(405.13)	765.18
Williams Partners	Various	06/02/15	527	29,491.80	28,589.03	(7,116.66)	8,019.43

	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Units Disposed</u>	<u>Sales Price</u>	<u>Cost</u>	<u>Form K-1 Adjustments to Basis</u>	<u>Total Gain (Loss)</u>
Williams Partners	Various	06/02/15	212	11,863.87	9,480.94	(2,862.87)	5,245.80
Williams Partners	Various	06/02/15	3700	207,058.18	182,538.41	(49,965.07)	74,484.84
Williams Partners	Various	06/02/15	702	39,285.09	39,390.23	(9,479.87)	9,374.73
Williams Partners	Various	06/02/15	354	19,810.43	20,613.20	(4,780.45)	3,977.68
Williams Partners	Various	06/02/15	33	1,846.74	1,914.94	(445.64)	377.44
Rounding adjustments	Various					0.39	(0.39)
Totals				<u>\$ 1,915,718.65</u>	<u>\$ 2,034,326.93</u>	<u>\$ (535,868.61)</u>	<u>\$ 417,260.33</u>

Schedule 4**Contributions Paid
The Priddy Foundation TIN 75-6029882
Year Ending December 31, 2015**

Grantee Organization	Project Title	Payment Amount
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Technology Community Impact Program 2015 - 2018	\$85,697.00
Child Advocates CASA of Red River 808 Austin Wichita Falls, TX 76301	Technology Community Impact Program 2015 - 2018	\$39,319.00
Museum of North Texas History (The) P. O. Box 1619 Wichita Falls, TX 76307	Interior Capital Improvements	-\$1,574.00
Presbyterian Manor, Inc. 4600 Taft Boulevard Wichita Falls, TX 76308	House of Hope Fifth Wing Addition 2015-2016	\$522,208.00
Wichita Falls Faith Mission, Inc. P. O. Box 965 Wichita Falls, TX 76307--	Technology Community Impact Program 2015 - 2018	\$80,267.00
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307-0660	Early Childhood Development Initiative II	-\$832.92
Camp Fire USA North Texas Council 2414 Ninth Street Wichita Falls, TX 76301 Wichita	Special Services After-School Program 2015-2016	\$60,000.00
Marie Detty Youth & Family Service Center, Inc. P.O. Box 408 Lawton, OK 73502 Comanche	Technology Community Impact Program 2015 - 2018	\$360.00

Grantee Organization	Project Title	Payment Amount
Region 9 Education Service Center 301 Loop 11 Wichita Falls, TX 76306 Wichita	High Reliability Schools Community Impact Program 2015 - 2018	\$125,343.00
Depot Public Library 120 East Chestnut P.O.Box 6 Throckmorton, TX 76483 Throckmorton	Literacy Development Program 2015-2016	-\$15,000.00
Genesis Place dba Straight Street P. O. Box 1684 Wichita Falls, TX 76307	New Facility 2014	\$350,000.00
Marie Detty Youth & Family Service Center, Inc. P.O. Box 408 Lawton, OK 73502 Comanche	Technology Community Impact Program 2015 - 2018	\$93,547.00
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	NPC Operational Support 2015	\$6,813.00
Miscellaneous Contributions 807 8th Street #1010 Wichita Falls, TX 76301	Miscellaneous Contributions 2010 - 2015*	\$100.00
Interfaith Ministries of Wichita Falls, Inc. 1101 11th Street Wichita Falls, TX 76301	Technology Community Impact Program 2015 - 2018	\$81,357.00

Grantee Organization	Project Title	Payment Amount
Montague County Carpenters Shop, Inc. (The) 400 Boston Nocona, TX 76255	Parking Lot Renovation for Handicap Accessibility 2015	\$11,092.00
Catholic Charities of Ft. Worth, Inc. P.O. Box 15610 Fort Worth, TX 76119 Tarrant	Community Connections Program 2015	\$65,000.00
Wichita Falls Independent School District P. O. Box 97533 Wichita Falls, TX 76307	Sixth Grade Opera Project 2015	\$27,000.00
Wichita Falls Symphony Orchestra, Inc. 1300 Lamar Wichita Falls, TX 76301	Concert Performance 2015- 2016	\$40,000.00
Grantmakers for Effective Organizations 1725 DeSales Street, NW, Suite 404 Washington, DC 20036	Membership Fee December 1, 2015 - November 30, 2016 (President's Grant)	\$4,270.00
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307- 0660	Early Childhood Development Initiative II	-\$62,862.45
Vernon Meals on Wheels, Inc. 4400 Augusta Lane Vernon, TX 76384 Wilbarger	Feeding Rural Texans 2015	\$2,100.00

Grantee Organization	Project Title	Payment Amount
Friends Of The Burkburnett Library 215 E. 4th St. Burkburnett, TX 76354 Wichita	Furniture Replacement 2015	\$25,000.00
Nocona Ministries 207 Cooke St P. O. Box 214 Nocona, TX 76255	Technology Community Impact Program 2015 - 2018	\$360.00
Burkburnett Independent School District 416 Glendale Street Burkburnett, TX 76354-2499	6th Grade Opera and Arts Study 2015	\$16,600.00
Child Advocates CASA of Red River 808 Austin Wichita Falls, TX 76301	Volunteer Recruitment and Training 2015	\$50,000.00
Floral Heights Community Food Pantry 2214 10th Street Wichita Falls, TX 76309 Wichita	Operational Support 2015	\$30,000.00
Vernon Regional Junior College 4400 College Drive Vernon, TX 76384	New Beginnings 2015-2016	\$150,000.00
Anag, Inc. 202 E. Walnut St. PO Box 578 Archer City, TX 76351 Archer	Guest Entrance Safety & Efficiency Improvements 2015	\$18,785.00
Pets Low Cost Spay and Neuter Clinic P. O. Box 4669 Wichita Falls, TX 76308	Compassion Campaign 2015-2016	\$60,000.00

Grantee Organization	Project Title	Payment Amount
Red River Valley Museum Physical: 4600 College Drive Mailing Address: P.O. Box 2004 Vernon, TX 76385	Berry Room/Foyer Redesign 2014-2015	\$140,000.00
Salvation Army 1306 SW "E" Avenue Lawton, OK 73501	Roof Replacement 2015	\$18,603.00
Wichita Falls Ballet Theater, Inc. 1501 Midwestern Parkway, Suite 116 P. O. Box 2312 76307 Wichita Falls, TX 76302	The Nutcracker 2015	\$20,000.00
Young County Olney Senior Cub Center Incorporated 302 South Avenue B P.O Box 216 Olney, TX 76374 Young	New Van Purchase 2015	\$39,600.00
Boys Club of Burkburnett P. O. Box 2 Burkburnett, TX 76354	Technology Community Impact Program 2015 - 2018	\$38,834.00
Center for Nonprofit Management 2902 Floyd Street Dallas, TX 75204	Certificate in Nonprofit Management Program in Wichita Falls 2015-2016	\$46,300.00
Montague County Carpenters Shop, Inc. (The) 400 Boston Nocona, TX 76255	Technology Community Impact Program 2015 - 2018	\$30,147.00

Grantee Organization	Project Title	Payment Amount
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	NPC Operational Support 2015	\$6,812.00
Whispers of Hope Horse Farm 3545 Parkhill Road Wichita Falls, TX 76310 Wichita	Summer Camp 2015	\$10,000.00
Wichita Adult Literacy Council 4309 Jacksboro Hwy., Suite 105 Wichita Falls, TX 76302	Technology Community Impact Program 2015 - 2018	\$38,352.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Good Buy Hunger 2014 and 2015	\$50,000.00
4 Kidz Sake of Wichita Falls 919 Indiana Wichita Falls, TX 76301	School Outreach Workshops 2015-2016	\$20,000.00
Armed Services YMCA of the USA 900 NW Cache Road Lawton, OK 73507	Childcare Assistance 2015	\$65,000.00
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Region IX Distance Learning Program 2015 - 2016	\$30,000.00
Big Brothers Big Sisters Lone Star 450 E. Carpenter Fwy., Suite 300 Irving, TX 75062	Jack County Start Something BIG 2015	\$15,000.00

Grantee Organization	Project Title	Payment Amount
Big Brothers Big Sisters Lone Star 450 E. Carpenter Fwy., Suite 300 Irving, TX 75062	Wichita County Program Support 2015	\$30,000.00
Boy Scouts of America Council 3604 Maplewood Wichita Falls, TX 76308	Camp Support and Operations 2015	\$30,000.00
Boys and Girls Club of Vernon, Inc. P. O. Box 1785 Vernon, TX 76385	Teens + Tech = Success 2015	\$87,940.00
Burkburnett Independent School District 416 Glendale Street Burkburnett, TX 76354- 2499	Closing The STEM Gap 2015 - 2016	\$80,820.00
Chaparral Baptist Assembly 3784 Church Camp Rd. Iowa Park, TX 76367 Wichita	Conservation Project & Auditorium Chairs 2015-2016	\$45,254.00
Depot Public Library 120 East Chestnut P.O.Box 6 Throckmorton, TX 76483 Throckmorton	Literacy Development Program 2015-2016	\$15,000.00
Hospice of Wichita Falls, Inc. 4909 Johnson Road P. O. Box 4804 76308 Wichita Falls, TX 76310	Community Based Palliative Care Program Expansion 2015	\$223,320.00
Inheritance Adoptions 1007 11th Street Wichita Falls, TX 76301	Program Support 2014-2015	\$20,000.00

Grantee Organization	Project Title	Payment Amount
Kairos Prison Ministry International, Inc. 2301 Oak Forest Ct. Arlington, TX 76012	Kairos Allred Spring/Fall Weekends 2015*	\$4,000.00
Museum of the Stonewall Saloon P.O. Box 518 Saint Jo, TX 76265 Montague	Phase III Renovation Completion 2015-2016	\$15,000.00
New Horizons Ranch and Center, Inc. 294 Medical Drive Abilene, TX 79601	Wichita Falls Children in Foster Care 2015-2016	\$70,000.00
Nocona Ministries 207 Cooke St P. O. Box 214 Nocona, TX 76255	Food Distribution & Operating 2015	\$27,000.00
North Texas Rehabilitation Center 1005 Midwestern Parkway Wichita Falls, TX 76302	Uncompensated Care 2015-2017 (Payable Over Two Years)	\$400,000.00
Patsy's House Children's Advocacy Center 1411 Tenth Street Wichita Falls, TX 76301	Counseling Expansion Part 2 & Salary Offset 2015	\$25,000.00
Presbyterian Children's Homes and Services 4407 Bee Cave Road Suite 520 Austin, TX 78746	Wichita Falls Foster Care/Adoption and Child/Family Program 2015	\$80,000.00
Vernon Meals on Wheels, Inc. 4400 Augusta Lane Vernon, TX 76384 Wilbarger	Feeding Rural Texans 2015	\$15,000.00

Grantee Organization	Project Title	Payment Amount
Wichita Adult Literacy Council 4309 Jacksboro Hwy., Suite 105 Wichita Falls, TX 76302	Program Support 2015-2016	\$25,000.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Produce Express 2015	\$43,000.00
Wichita Falls Backdoor Players P. O. Box 896 Wichita Falls, TX 76307	Main Stage Sound Rehabilitation & Enhancement 2015	\$15,000.00
Anag, Inc. 202 E. Walnut St. PO Box 578 Archer City, TX 76351 Archer	Technology Community Impact Program 2015 - 2018	\$18,458.00
Boys Club of Burkburnett P. O. Box 2 Burkburnett, TX 76354	Technology Community Impact Program 2015 - 2018	\$14,700.00
Salvation Army (The) P. O. Box 2189 Wichita Falls, TX 76307	Technology Community Impact Program 2015 - 2018	\$31,575.00
Turningpoint North Texas Council on Substance Abuse P.O. Box 552 Graham, TX 76450 Young	Program Expansion 2014 - 2015	\$10,000.00
4 Kidz Sake of Wichita Falls 919 Indiana Wichita Falls, TX 76301	School Outreach Workshops 2014-2015	\$7,500.00
Leadership Wichita Falls Inc. P. O. Box 8344 Wichita Falls, TX 76307	Youth Leadership Wichita Falls 2015	\$2,000.00

Grantee Organization	Project Title	Payment Amount
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307-0660	Early Childhood Development Initiative II	\$171,244.00
River Bend Nature Works 2200 Third Street P. O. Box 3674 Wichita Falls, TX 76307 Wichita	Sustainable Resources Community Impact Program Garden Project II 2015*	\$10,520.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Technology Community Impact Program 2015 - 2018	\$90,040.00
Altus Christian Academy Inc. P.O. Box 393 Altus, OK 73522 Jackson	Technology Community Impact Program 2015 - 2018	\$31,910.00
Nocona Ministries 207 Cooke St P. O. Box 214 Nocona, TX 76255	Technology Community Impact Program 2015 - 2018	\$14,419.00
Whispers of Hope Horse Farm 3545 Parkhill Road Wichita Falls, TX 76310 Wichita	Summer Camp 2014 (and Nonprofit Management Certificate Program & QuickBooks Training)	\$600.00
Whispers of Hope Horse Farm 3545 Parkhill Road Wichita Falls, TX 76310 Wichita	Summer Camp 2014 (and Nonprofit Management Certificate Program & QuickBooks Training)	\$195.00

Grantee Organization	Project Title	Payment Amount
Exponent Philanthropy (formerly known as Association of Small Foundations) 1720 N Street NW Washington, DC 20036	Grant Support 2015 (President's Grant)	\$1,750.00
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	NPC Operational Support 2015	\$6,812.00
Philanthropy Southwest 624 N. Good-Latimer Expressway Suite 100 Dallas, TX 75204	Underwriting Support for Annual Conference Expenses 2015 (President's Grant)	\$2,000.00
River Bend Nature Works 2200 Third Street P. O. Box 3674 Wichita Falls, TX 76307 Wichita	Technology Community Impact Project 2014 - 2017*	\$3,225.00
Southside Girls Club, Inc. 1205 Montgomery Street Wichita Falls, TX 76302	Technology Community Impact Program 2015 - 2018	\$11,426.00
Arts Council Wichita Falls Area Inc. dba Kemp Center for the Arts 1300 Lamar Wichita Falls, TX 76301	Express Yourself! Poetry Camp 2014 and 2015 (President's Grant-CIP)	\$7,805.00
Habitat for Humanity of Wichita Falls 1206 Lamar Wichita Falls, TX 76301 Wichita	Technology Community Impact Program 2015 - 2018	\$61,233.00
Southside Girls Club, Inc. 1205 Montgomery Street Wichita Falls, TX 76302	Outdoor Activities Center Construction Project 2015	\$10,000.00

Grantee Organization	Project Title	Payment Amount
Child Care, Inc. 1000 Lamar Street, Suite 432 Wichita Falls, TX 76301	Child Care Gaps 2015 (FT)	\$145,000.00
Dallas Opera Winspear Opera House 2403 Flora Street, Suite 500 Dallas, TX 75201	Wichita Falls Education Outreach 2014-2015	\$25,000.00
Graham Concert Association, Inc. P.O. Box 1035 Graham, TX 76450 Young	Fort Worth Symphony Orchestra Performance 2015 (President's Grant)	\$7,000.00
Wichita Falls Alliance for the Mentally Ill 2301 Kell Blvd. Wichita Falls, TX 76308 Wichita	Educational Programming and Operating Expansion 2015	\$10,000.00
Boy Scouts of America Council 3604 Maplewood Wichita Falls, TX 76308	Technology 2014	-\$2,686.37
Clay County Senior Citizens, Inc. P. O. Box 533 Henrietta, TX 76365	Mission Programming 2014 (grant closed unsatisfactorily)	\$20,000.00
Southside Girls Club, Inc. 1205 Montgomery Street Wichita Falls, TX 76302	Technology Community Impact Program 2015 - 2018	\$6,033.00
Wichita Falls Area Community Foundation 807 Eighth Street, Suite 750 Wichita Falls, TX 76301	Volunteer Fire Department Fund 2015 - 2016	\$100,000.00

Grantee Organization	Project Title	Payment Amount
Wichita Falls Symphony Orchestra, Inc. 1300 Lamar Wichita Falls, TX 76301	Concert Performance 2014-2015 (and Concert Performance 2016-2017)	\$30,000.00
Boys Club of Wichita Falls 1318 Sixth Street Wichita Falls, TX 76301	Wichita County Teen Court Support 2014	\$5,000.00
Christmas in Action Wichita TX Inc. P. O. Box 8464 Wichita Falls, TX 76307	Project Day 2015 and Executive Director Salary	\$30,000.00
Salvation Army (The) P. O. Box 2189 Wichita Falls, TX 76307	Women and Family Shelter Renovation 2014-2015	\$76,243.00
Philanthropy Roundtable 1150 17th Street NW, Suite 503 Washington, DC 20036	Leadership Level Support 2015 - 2016 (President's Grant)	\$2,000.00
Philanthropy Southwest 624 N. Good-Latimer Expressway Suite 100 Dallas, TX 75204	Support Membership Fee for 2015 (President's Grant)	\$3,500.00
Burkburnett Independent School District 416 Glendale Street Burkburnett, TX 76354-2499	6th Grade Dallas Opera 2014-2015	\$14,695.00
Christ's Home Place Ministries, Inc. 1420 Twin Oaks Wichita Falls, TX 76302	Benevolent Program (Fee Assistance) 2014	\$10,000.00
City View Independent School District 1025 City View Drive Wichita Falls, TX 76306	Dallas Opera Experience - 6th Grade 2014	\$1,264.00

Grantee Organization	Project Title	Payment Amount
Midwestern State University 3410 Taft Boulevard Wichita Falls, TX 76308 Wichita	WFMA Summer 2015 Sculpture Exhibition & Performances	\$39,860.00
Museum of North Texas History (The) P. O. Box 1619 Wichita Falls, TX 76307	Jenny to Jet Murals 2014*	\$5,000.00
Young Mens Christian Association of Wichita Falls 1010 9th Street Wichita Falls, TX 76301	Diabetes Prevention Program 2014-2015	\$25,000.00
Zavala Hispanic Cultural Initiative P.O. Box 373 Wichita Falls, TX 76307	Amo Leer Family Literacy Project 2015	\$20,000.00
4 Kidz Sake of Wichita Falls 919 Indiana Wichita Falls, TX 76301	School Outreach Workshops 2014-2015	\$25,000.00
American National Red Cross/American Red Cross of North Central Texas 1809 5th Street Wichita Falls, TX 76301	Disaster Services 2015	\$50,000.00
Boys Club of Wichita Falls 1318 Sixth Street Wichita Falls, TX 76301	Technology for Youth Upgrade 2014-2015	\$24,000.00
Burkburnett Independent School District 416 Glendale Street Burkburnett, TX 76354- 2499	Ready Rosie Early Childhood Literacy Project 2014 - 2017	\$18,000.00

Grantee Organization	Project Title	Payment Amount
Chisholm Trail Heritage Center Association 1000 Chisholm Trail Parkway Duncan, OK 73533	Education Program 2015	\$25,000.00
Christ's Home Place Ministries, Inc. 1420 Twin Oaks Wichita Falls, TX 76302	Benevolent Fund 2015	\$60,000.00
Downtown Wichita Falls Development, Inc. 813 8th Street, Suite 100 Wichita Falls, TX 76301	Zale's Building Preservation 2015	\$80,000.00
Girl Scouts - Western Oklahoma, Inc. 6100 North Robinson Avenue Oklahoma City, OK 73118	Leadership Development in Comanche County, OK 2014-2015	\$10,000.00
Horizon Communities Corp P. O. Box 524 Iowa Park, TX 76367	Horizon Faith-Based Community at Allred Prison 2015*	\$3,000.00
Interfaith Ministries of Wichita Falls, Inc. 1101 11th Street Wichita Falls, TX 76301	Rent Assistance 2015	\$18,000.00
Kairos Prison Ministry International, Inc. dba Kairos Outside of Wichita Falls P.O. Box 9245 Wichita Falls, TX 76308 Wichita	Kairos Outside of Wichita Falls 2015*	\$10,000.00

Grantee Organization	Project Title	Payment Amount
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	Nonprofit Management Institute 2015*	\$42,254.05
Nonprofit Management Center of Wichita Falls 2301 Kell Boulevard, Suite 218 Wichita Falls, TX 76308 Wichita	NPC Operational Support 2015	\$27,250.00
North Central Texas Community Health Care Center, Inc. P. O. Box 720 Wichita Falls, TX 76307	Staff Expansion 2015 and 2016	\$203,000.00
North Texas Area United Way, Inc. P. O. Box 660 1105 Holliday Street Wichita Falls, TX 76307- 0660	Early Childhood Development Initiative II	\$171,245.00
Senior Citizens Services of North Texas, Inc. P. O. Box 1655 Wichita Falls, TX 76307 Wichita	Meals on Wheels 2014 - 2015 (FT)	\$100,000.00
Turningpoint North Texas Council on Substance Abuse P.O. Box 552 Graham, TX 76450 Young	Program Expansion 2014 - 2015	\$40,000.00

Grantee Organization	Project Title	Payment Amount
Volunteer Services Council for Vernon State Hospital P.O. Box 2231 Vernon, TX 76384 Wilbarger	Depot Renovation Project 2014-2015	\$25,000.00
Western Trail Historical Society, Inc. P. O. Box 11 Altus, OK 73522 Jackson	Educational Programming 2015	\$20,000.00
Wichita Falls Alliance for the Mentally Ill 2301 Kell Blvd. Wichita Falls, TX 76308 Wichita	Educational Programming and Operating Expansion 2015	\$10,000.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	PowerPak 4 Kids Backpack Program 2015	\$60,000.00
Wichita Falls Area Food Bank P. O. Box 623 Wichita Falls, TX 76307	Nutrition Services Program 2015	\$50,000.00
Wichita Falls Ballet Theater, Inc. 1501 Midwestern Parkway, Suite 116 P. O. Box 2312 76307 Wichita Falls, TX 76302	Afternoon with the Arts - The Western Ballet 2015	\$30,000.00
Wichita Falls Symphony Orchestra, Inc. 1300 Lamar Wichita Falls, TX 76301	Educational Outreach 2015 - 2016 (FT)	\$42,350.00
Wild Bird Rescue, Inc. 4611 Lake Shore Dr. Wichita Falls, TX 76310 Wichita	Operational Support & Executive Director Salary 2015	\$20,000.00

Grantee Organization	Project Title	Payment Amount
A World For Children 912 Burnett Street Wichita Falls, TX 76301	Bridging the Gap 2014-2015	\$11,400.00
Grand Totals		\$5,940,750.31

Schedule 5

BALANCE SHEETS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

	Units/ Shares	Beginning of Year Book Value	End of Year Book Value	Fair Market Value
ASSETS				
Cash				
American National Bank		\$ 13,264.83	\$ 85,911.69	\$ 85,911.69
Petty Cash		200.00	200.00	200.00
Money Funds		44,884,679.96	10,807,867.76	10,807,867.76
Morgan Stanley		130,901.87	84,211.84	84,211.84
Deposits & checks in transit		(18,229.14)	16,763.38	16,763.38
Totals		\$ 45,010,817.52	\$ 10,994,954.67	\$ 10,994,954.67
Accounts receivable:				
Purchased interest		\$	\$ 50,666.67	\$ 50,666.67
Accrued interest				199,315.99
Totals		\$	\$ 50,666.67	\$ 249,982.66
Prepaid expenses				
Excise tax		\$	\$ 17,728.51	\$ 17,728.51
Fixed income securities				
U S Govt Agency and Mortgage Backed Securities				
FHLMC #G12718 5 5% 7/2/2022	77149/54887	\$ 75,666.67	\$ 53,831.88	\$ 58,499.92
Freddie Mac 5 5% 5/1/2022	65077/46456	65,029.20	46,421.95	49,402.75
FGPC230401BE Gold Program	131285/97249	130,956.67	97,006.62	102,425.43
Freddie Mac #G12806 5 5% 9/1/2022	110261/79552	110,071.37	79,414.88	84,788.51
Federal Govt G18265 5 5% 7/1/2023	162862/125596	161,920.13	124,869.74	134,706.63
FHLMC 2 0% 6/27/2019-14	3,000,000	2,988,000.00		
Fannie Mae 2 5% 5/1/2028	2728356/2378161	2,713,435.46	2,365,155.26	2,416,021.13
FHLB 2.5% 11/16/18-15	1,500,000	1,520,528.74		
FHLB 9% 3/24/17-14	2,000,000	2,000,000.00		
Fannie Mae AU1657 2 5% 7/1/28	1326462/1148067	1,328,430.99	1,149,771.11	1,167,698.89
FHLMC 85% 7/28/17-15	2,500,000		2,500,000.00	2,492,500.00
FFCB 2 07% 2/11/2021-16	1,000,000		1,000,000.00	998,200.00
FNMA 2% 5/27/2020-15	3,000,000		3,000,000.00	3,001,200.00
FN AS5094 2 5% 6/1/2030	2,852,481		2,872,983.10	2,878,581.08
FN AY3407 2 5% 4/1/2030	3,322,750		3,372,071.65	3,353,584.71
FFCB 5 125% 8/25/2016	500,000		537,213.00	514,200.00
FFCB 5.05% 10/30/2018	500,000		572,362.50	551,250.00
FFCB 4 875% 1/17/2017	500,000		541,510.00	520,450.00
FHLB 3 375% 6/12/2020	1,000,000		1,084,578.00	1,068,700.00
FHLB 3 25% 3/09/2018	500,000		529,766.50	521,900.00
FHLB 2 75% 6/08/2018	500,000		523,018.50	517,300.00
FHLB 5 685% 9/17/2018	500,000		573,587.00	557,650.00

		Beginning of Year Book Value	End of Year Book Value	Fair Market Value
	Units/ Shares			
FHLB 5 375% 5/18/2016	500,000		533,512 75	509,100.00
FHLB 4 75% 12/16/2016	1,000,000		1,079,376 00	1,037,200 00
FHLB 4 875% 5/17/2017	1,000,000		1,093,916 00	1,052,700 00
FHLB 5% 11/17/2017	500,000		556,093 75	535,850 00
FHLB 2 03% 12/23/2020-16	3,000,000		3,000,000 00	2,995,800 00
FHLMC 2 1% 12/30/2020-16	3,000,000		3,000,000 00	3,000,900 00
Totals		\$ 11,094,039 23	\$ 30,286,460 19	\$ 30,120,609.05
Corporate Bonds & Notes				
AT&T 2 95% 5/15/16	2,000,000	\$ 2,053,135 75	\$ 2,017,557 33	\$ 2,011,980 00
Berkshire Hathaway 3 2% 2/11/15	2,000,000	2,023,162 05		
Caterpillar Financial 2 65% 4/1/16	2,000,000	2,041,456 78	2,013,724 53	2,009,920 00
Target 6% 1/15/2018	2,000,000		2,183,760 00	2,182,400 00
Totals		\$ 6,117,754 58	\$ 6,215,041 86	\$ 6,204,300 00
Municipal Bonds				
Brazos River TX 5 4% 10/1/2029	150,000	\$	\$ 9,000 00	\$ 5,250 00
Brownsville TX ISD 4 0% 8/15/2019	1,000,000	1,099,584 57	1,078,904 27	1,076,260 00
El Paso TX ISD 4% 8/15/2019	610,000		666,181.00	656,518 60
Harlandale TX ISD 5% 8/15/19	250,000		284,230.00	277,790 00
Highland Park ISD 4 0% 2/15/2019	875,000	953,762 19	935,668.19	938,840 00
Irving TX ISD 3% 2/15/2019	820,000		861,369.00	854,948 40
Kyle TX 5% 8/15/2016	150,000		161,019.00	154,309 50
Leander TX ISD 0.00% 8/15/18	1,500,000		1,443,011 58	1,454,535.00
Lubbock TX Rfdg 2 11% 2/15/2021	2,000,000	2,000,000.00	2,000,000.00	2,004,580 00
Northside TX ISD 4% 8/15/16	250,000		264,297 50	255,740.00
Pearland TX ISD 4% 3/1/2016	105,000		109,365 90	105,670 95
Plano, TX ISD 3 125% 2/15/17	1,000,000	1,047,009 29	1,027,946.04	1,022,010 00
Totals		\$ 5,100,356 05	\$ 8,840,992 48	\$ 8,806,452 45
Totals - Fixed income securities		\$ 22,312,149 86	\$ 45,342,494 53	\$ 45,131,361 50
Corporate Stocks				
Dodge				
ADT Corp	6400	\$ 227,572 64	\$ 227,572 64	\$ 211,072.00
Aegon NV	34000	244,529 42	244,529.42	192,780 00
Alphabet Inc. Cl A	400		142,141 25	311,204 00
Alphabet Inc Cl C	1002		474,559 23	760,397 76
American Express Co	6000		443,987.30	417,300 00
Anthem Inc	1500		198,104 40	209,160 00
AOL Inc	4000/0	86,752 95		
Apache Corp	7500/8400	628,056 93	630,447.39	373,548 00
Astrazeneca PLC	6300		211,615 31	213,885 00
BB&T Corporation	8700	216,630 88	216,630 88	328,947 00
Baker Hughes, Inc	5700/10700	125,036 45	410,373 85	493,805 00
Bank of America Corp	50400/61500	536,650 22	721,963.07	1,035,045 00
Bank of New York Mellon Corp	21700/19000	594,859 36	504,885.74	783,180 00
Cadence Design Systems Inc	6200	24,002 68	24,002 68	129,022 00

	Units/ Shares	Beginning	End of Year	
		of Year Book Value	Book Value	Fair Market Value
Capital One Financial Corp	15400/15900	602,339 13	641,101 63	1,147,662 00
Carmax Inc	2400/0	26,691 18		
Celanese Corp	5000	194,685 25	194,685.25	336,650 00
Chevron Corp New	4000/0	308,078 51		
Cigna Corp	3400/4300	280,747 88	406,741.51	629,219 00
Cisco Sys Inc	21800		615,592 01	591,979 00
Coach Inc	5500	284,512 07	284,512.07	180,015 00
Comcast Corp	14400	225,667 56	225,667 56	812,592 00
Concho Resources Inc	1400		136,355 10	130,004 00
Corning Inc	17500/19000	224,414 93	262,366.58	347,320 00
Danaher Corp	3700/2600	309,989 21	216,620 87	241,488 00
Dish Network Corp	3600	91,691 45	91,691 45	205,848 00
EBay Inc	8900/700	369,211.48	3,604 28	19,236 00
E M C Corp	12600/27500	316,724 93	698,952 53	706,200 00
Express Scripts Holding Co	5600/8300	413,111.37	643,218 06	725,503 00
Fedex Corp	4800/4000	126,610.38	86,623 00	595,960.00
General Elec Co	12700/0	149,978 50		
Glaxo Wellcome	6100/0	259,429 03		
Goldman Sachs Group Inc	3700	457,152 21	457,152 21	666,851 00
Google Inc Cl A	400/0	142,141 25		
Google Inc. - C	1000/0	474,975 61		
Harley-Davidson Inc	2700		148,840 19	122,553 00
Hewlett Packard	33100/41600	592,674.86	451,223.30	632,320 00
HP Inc	41600		410,499.96	492,544 00
JPMorgan Chase & Co	8000/9000	403,313.33	471,298.33	594,270 00
Juniper Networks	7800/1300	169,309 85	27,634.14	35,880 00
Koninklijke Phillips	5000/0	103,297 90		
Liberty Media Holding Corp Interactive	8000	68,805 45	68,805 45	218,560 00
Liberty Ventures Series A	1137/0	12,182 68		
Maxim Integrated Prods Inc	8000/7400	194,038 65	172,784 73	281,200 00
Medtronic Inc	3500/2500	147,949.55	190,067 33	192,300 00
Merck & Co Inc	10900/8200	269,115 75	200,968 97	433,124 00
MetLife Inc	6800/9500	309,737 76	447,982 62	457,995 00
Microsoft Corp	27100/22000	747,030 10	585,699 39	1,220,560 00
National Oilwell Varco Inc	4300/6700	294,765.44	411,830 19	224,383.00
Netapp Inc	10400/11000	362,413 26	371,181 76	291,830 00
News Corp (2013) Class A	3800	12,220 46	12,220 46	50,768 00
Nokia Corp	13700/0	49,525 50		
Novartis Ag Spnsd ADR	11000	641,532 53	641,532 53	946,440 00
Now Inc	974/0	28,616 51		
Panasonic Corp	13000/0			
Pfizer, Inc	22500/16400	258,344 59		
Priceline Com Inc	200		236,489 18	254,990 00
Roche Holding Ltd	24100/19300	556,426.29	375,361 99	665,271 00
Sanofi-Aventis ADR	14100/16900	549,663 56	688,361 73	720,785 00
Schlumberger	8900/11300	429,947 30	624,395 58	788,175 00
Schwab Charles Corp	30100/35100	478,021.42	617,433 42	1,155,843 00
Sprint Corp Com Fon Group	12927/56927	44,047 03	253,287 56	206,075 74
Suntrust Bks. Inc	6100/0	125,447.31		
Symantec Com	27100/28300	482,858 51	513,104 51	594,300.00

		Beginning	End of Year	
	Units/ Shares	of Year Book Value	Book Value	Fair Market Value
Synopsys Inc	7000/5100	143,960 38	88,260 88	232,611 00
Target Corp	5800/3900	336,846.92	224,916 18	283,179 00
Time Inc New	1557/0	12,702.79		
Time Warner Cable Inc	6100	342,778.95	342,778 95	1,132,099.00
Time Warner Inc	12500/12000	309,058 91	292,783 04	776,040 00
Twenty-First Century Fox - B	5000		142,282 11	136,150 00
Twenty-First Century Fox Inc.	16000	116,148 89	116,148 89	434,560 00
Tyco Connectivity Ltd	7000	145,261 33	145,261 33	452,270 00
Tyco Intl PLC	7000	197,672 88	197,672 88	223,230 00
Unilever PLC	4000/5000	360,300 40		
Unitedhealth Group Inc	3900		273,159 17	458,796 00
VMWare Inc	2500		143,391.91	141,425 00
Wal Mart Stores Inc	10000	627,408 31	627,408 31	613,000 00
Weatherford Intl Ltd	13400	183,351 54	183,351 54	112,426 00
Wells Fargo & Co New	24000	606,100 44	586,001 51	1,304,640 00
Totals - Dodge		\$ 18,655,120.79	\$ 20,700,117 29	\$ 29,676,465 50
Luther King				
Abbott Labs	11,000		\$ 452,619 20	\$ 494,010 00
Abbvie Inc	19000/15000	767,384 51	568,210 76	888,600 00
Adobe Sys Inc	6500		503,093 96	610,610 00
Akamai Technologies Inc	11500	592,919.95	592,919.95	605,245.00
Alphabet Inc Cl A	800		184,780 55	622,408 00
Alphabet Inc Cl C	1002		233,493 85	760,397.75
Amazon Com Inc	2400	284,681 16	284,681.16	1,622,136 00
American Express Co	8800	685,623 90	685,623 90	612,040 00
Apple Computer Inc	13300	556,430.00	556,430.00	1,399,958.00
Bank of America Corporation	50000	586,476 90	586,476.90	841,500.00
CVS Corp	6500		667,321 29	635,505 00
Cabot Oil & Gas Corp	16000/20000	271,898.25	364,097.45	353,800 00
Celgene Corp	14500/10000	373,943 20	254,502 50	1,197,600 00
Cirrus Logic Inc	22000/0			
Coca Cola Co.	20000	536,112 00	536,112 00	859,200 00
Colgate Palmolive Co	15000/13500	596,087 08	533,464 96	899,370 00
Comerica Inc	17000	505,945.00	505,945.00	711,110 00
Covidien Limited	7500/0	259,034 46		
Cullen Frost Bk Inc	9000	470,358 50	470,358 50	540,000 00
Danaher Corp	11500	439,103 20	439,103 20	1,068,120.00
Disney Walt Co	9500	313,066.00	313,066 00	998,260 00
E M C Corp	24000/15000	474,513 28	289,613 78	385,200 00
EOG Resources Inc	9500	465,172.20	465,172 20	672,505.00
Exxon Mobil Corp	5500	312,809 70	312,809 70	428,725 00
FMC Corporation	8500/12500	320,988 15	566,831 10	489,125 00
General Elec Co	31500/20000	470,957.65	289,853 40	623,000 00
Google Inc Cl A	1000/0	233,063 57		
Google Inc - C	1000/0	233,674.05		
Halliburton Co	6000/0	153,345.00		

	Units/ Shares	Beginning of Year Book Value	End of Year	
			Book Value	Fair Market Value
Home Depot Inc	8000	555,966 30	555,966 30	1,058,000 00
Honeywell Intl Inc	7500		772,664.65	776,775 00
International Business Machines	3000/0			
Jarden Corp	18000	725,741 66	725,741 66	1,028,160 00
JPMorgan Chase & Co	10500	376,018 60	376,018 60	693,315.00
Kimberly Clark Corp	5000/5500	465,774 30	521,314 30	700,150 00
Kirby Corporation	7000/0	457,230 64		
Martin Marietta Materials	5000/6500	668,356 35	736,029 35	887,770 00
Medtronic PLC, Dublin	11200		844,349 74	861,504 00
Memorial Resource Dev	26000/35000	617,077 20	788,605 00	565,250 00
Merck & Co. Inc	12000/8300	698,126 60	480,166 60	438,406 00
Microsoft Corp	11500/10000	511,618.55	444,800.00	554,800 00
Moodys Corp	8000		787,593 65	802,720 00
Monsanto Co	5800/4000	277,155.24	186,228.80	394,080 00
National Instrument Corp	18750/0	392,675.75		
Nike Inc Cl B	4500/10000	399,963.60	455,713 60	625,000.00
Oracle Corp	14000/0			
Oreilly Automotive Inc	6000/4700	251,388 45	226,368 45	1,191,074 00
Pall Corporation	7500/0	406,700 00		
Perkinelmer Inc	17000/19000	764,883 10	860,139 10	1,017,830 00
Pfizer Inc	20000/26000	287,275 50	491,484 10	839,280.00
Pioneer Natural Resources	2700/3200	471,405.94	537,710 99	401,216.00
Praxair Inc	6000	537,409 95	537,409.95	614,400 00
Procter & Gamble Co	8000/0	493,758 60		
Range Resources Corp	5300/7000	340,401 20	427,400 74	172,270 00
Roper Industries Inc	5500	345,367.50	345,367 50	1,043,845 00
Sabre Corp.	34000		745,725.70	950,980 00
Schlumberger Ltd	4000/6000	438,216.50	594,730 55	418,500.00
Suntrust Bks Inc	18000	541,937 00	541,937 00	771,120 00
Thermo Fisher Scientific Inc.	11500/8500	577,139.20	407,744.20	1,205,725 00
Time Warner Inc	11500	331,832.35	331,832 35	743,705.00
Trimble Navigation Ltd	22000	416,332 90	416,332 90	471,900.00
Union Pac Corp	7000/7500	686,413 22	746,407 22	586,500 00
V F Corp	7000		525,173 85	435,750.00
VISA Inc.	10000		723,109 80	775,500 00
Walgreen Co	14000/10000	389,316 70	272,736 70	851,550.00
Wells Fargo & Co New	17000	581,279 26	581,279 26	924,120 00
Whirlpool Corp	6000/4400	525,820.20	352,848.84	646,228 00
Zions Bancorp	15000/0	450,788.90		
Totals - Luther King		\$ 24,886,958 97	\$ 27,997,512 76	\$ 41,765,847 75
Morgan Stanley				
Kinder Morgan Incorp	26306/0	\$ 952,187 49	\$	\$
Kinder Morgan Mangement LLC	9739/0			
Plains GP Holdings, Inc	15395/0	412,154.16		
Targa Resources CP	2634/0	327,251.88		

	Units/ Shares	Beginning of Year Book Value	End of Year	
		Book Value	Book Value	Fair Market Value
Williams Co Inc	8442/0	422,592 35		
Totals - Morgan Stanley		\$ 2,114,185 88	\$	\$
Totals - Corporate Stock		\$ 45,656,265.64	\$ 48,697,630 05	\$ 71,442,313 25
Mutual Funds				
LKCM Small-Mid Cap Equity	68886	\$ 600,000 00	\$ 600,000 00	\$ 768,082 67
Totals - Mutual Funds		\$ 600,000 00	\$ 600,000 00	\$ 768,082.67
Index Funds				
Vanguard Institutional Index Fund	83,006 99		\$ 15,373,468.52	\$ 15,490,763 73
Vanguard Total Stock Market Fund	268777.62/274143.39	\$ 9,196,888 04	9,470,058 03	13,926,484 26
Totals - Index Funds		\$ 9,196,888.04	\$ 24,843,526.55	\$ 29,417,247 99
Partnerships				
LKCM Investment		\$ 8,085,489.00	\$ 8,323,289 00	\$ 11,361,082 00
Morgan Stanley Partnership Funds		7,844,793 39	8,680,523 91	8,219,706 59
Totals - Partnerships		\$ 15,930,282 39	\$ 17,003,812 91	\$ 19,580,788.59
Totals - Other investments		\$ 25,727,170 43	\$ 42,447,339 46	\$ 49,766,119 25
Depreciable assets				
Furniture and equipment		\$ 170,885.95	\$ 188,104.70	\$
Accumulated depreciation		(132,446 04)	(149,406 09)	
Totals - Depreciable assets		\$ 38,439 91	\$ 38,698 61	\$ 38,698 61
Oil & gas royalties				
Producing		\$ 41,836 00	\$ 41,836 00	\$ 52,808.10
Accumulated depletion		(41,836 00)	(41,836 00)	
Nonproducing		5,149 00	5,149 00	5,149 00
Totals - Oil & gas royalties		\$ 5,149.00	\$ 5,149 00	\$ 57,957 10
Total assets		\$ 138,749,992 36	\$ 147,594,661 50	\$ 177,699,115 55
LIABILITIES AND FUND BALANCE				
Liabilities				
Accounts payable		\$ 316,155.57	\$	
Total liabilities		\$ 316,155 57	\$	
Fund Balance				
Fund balance		\$ 138,433,836 79	\$ 147,594,661 50	
Total liabilities and fund balance		\$ 138,749,992 36	\$ 147,594,661.50	

Schedule 6

OFFICERS, DIRECTORS, TRUSTEES AND FOUNDATION MANAGERS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

<u>Officers and Trustees - Part VIII:</u>		<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>
David Wolverton 807 8th Street, Suite 1010 Wichita Falls, TX 76301	President/ Treasurer	\$ 253,674.95	\$ (1)
Dr. Shelley S Sweatt 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Executive Director	143,675.03	11,673.00 (1)
Berneice R. Leath 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Emerita		(2)
Murphy Davis 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee/ Lead Trustee	8,050.00	(2)
Doug Armstrong 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)
Kristi Faulkner 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)

<u>Officers and Trustees - Part VIII:</u>		<u>Compensation</u>	<u>Contributions to Employee Benefit Plans</u>
Tony Fidelie 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)
David Flack 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)
Martin Litteken 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,050.00	(2)
Liz Martin 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,000.00	(2)
Nancy Marks 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)
Gale Richardson 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,250.00	(2)
Kathy Sultemeier 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	7,000.00	(2)
Patty Young 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee	8,050.00	(2)
Tim Cornelius 807 8th Street, Suite 1010 Wichita Falls, TX 76301	Trustee Elect	500.00	

<u>Officers and Trustees - Part VIII:</u>		<u>Contributions to</u>
	<u>Compensation</u>	<u>Employee</u>
		<u>Benefit Plans</u>
Wayne Mansur		
807 8th Street, Suite 1010		
Wichita Falls, TX 76301		
	<u>\$ 478,499.98</u>	<u>\$ 11,673.00</u>

Time devoted to business by above:

- (1) Full-time (40 hours per week)
- (2) Part-time (average 1-2 hours per week)

Foundation Managers - Part XV:

Walter Priddy - Date of Death 07-07-79
Ashley Priddy - Date of Death 03-05-84
Swannanoa Priddy - Date of Death 08-07-80
Robert T. Priddy - Date of Death 01-06-15

Schedule 7

PART XV - SUPPLEMENTARY INFORMATION

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

2. (a) David Wolverton, President
The Priddy Foundation
807 Eighth Street, Suite 1010
Wichita Falls, Texas 76301
(817) 723-8720
- (b) Grant application should be made with the Foundation's grant application form that is available on the Foundation's web site www.priddyfdn.org. The following information should be submitted with the completed grant application:
1. Copy of the requesting organization's 501(c)(3) tax-exempt letter from the IRS.
 2. A list of officers and directors.
 3. A detailed project budget that includes administration costs, salaries, projected overhead expenses, etc.
 4. A copy of the organization's most recent audit.
 5. Latest financial statements.
- (c) Two meetings per year are held to consider grant requests. These meetings are in May and November. Deadlines for the initial grant reviews are February 1st for the Spring cycle, and August 1st for the Fall cycle. If the Board selects the application for further review, the deadlines for final application for grant reviews are March 1st and September 1st for the respective cycles.
- (d) Organizations receiving grants must be tax-exempt 501(c)(3) entities. The primary grant categories are human services, education and the arts and health. The Foundation's service area encompasses 18 counties in North Texas and 6 counties in southern Oklahoma.

Schedule 8

LEGAL FEES, ACCOUNTING FEES AND PROFESSIONAL FEES

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

Part 1, Line 16a, b, c: _____

Legal fees - Line 16a:

Sherrill, Crosnoe & Goff		\$ 5,349.05
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Accounting fees - Line 16b:

Freemon, Shapard & Story	\$ 45,225.00	
Mathis, West, Huffines & Co , PC	<u>13,850.00</u>	<u>\$ 59,075.00</u>

Other professional fees - Investment - Line 16c:

American National Bank	\$ 73,003.04	
Dodge & Cox	140,241.87	
Luther King	211,420.00	
Morgan Stanley	94,890.23	
Sentry Management	<u>46,576.00</u>	<u>\$ 566,131.14</u>

Other professional fees - Consulting - Line 16c:

D. Jack Davis	\$ 10,955.71	
Venture HRO, LLC	159.37	
Richard C. Dudley	<u>900.00</u>	<u>\$ 12,015.08</u>

Schedule 9

PARTNER'S SHARE OF INCOME, CREDITS, DEDUCTIONS, ETC

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

	Total Combined	Enterprise													
		Access Midstream Partners, LP	Buckeye Partners, LP	Columbia Pipeline Partners, LP	Dominion Midstream Partners, LP	Enlink Midstream Partners, LP	Enterprise Products Partners, LP	Oiltanking Partners, LP	EQT Midstream Partners, LP	LKCM Investment Partnership, LP	Magellan Midstream Partners, LP	MPLX LP	MPLX LP	Oreok Partners, LP	Phillips 66 Partners, LP
TIN		80-0534394	23-2432497	51-0658510	46-5135781	16-1616605	76-0568219	45-0684578	37-1661577	75-2076114	73-1599053	27-0005456 (was Markwest)	45-5010536	93-1120873	38-3899432
		PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP
Ordinary income (loss)	\$ (852,971 00)	\$ (3,748 00)	\$ (6,578 00)	\$ (2,441 00)	\$ (2,498 00)	\$ (52,848 00)	\$ (56,701 00)	\$ (412 00)	\$ (4,954 00)	\$ 7,720 00	\$ (17,160 00)	\$ (30,649 00)	\$ (10,392 00)	\$ (105,521 00)	\$ (11,120 00)
Net rental real estate income	(126 00)									342 00					
Other net rental income (loss)	44 00			44 00											
Portfolio income (loss)															
Interest income	5,295 00		27 00	66 00		639 00	52 00		299 00	7 00	35 00	371 00	90 00	4 00	12 00
Interest income - Tax-exempt	16 00														
Ordinary dividends	220,143 00		178 00							213,284 00		1,124 00			915 00
Royalties				226 00											
Net short-term capital gain (loss)	(160,638 00)									(160,638 00)					
Net long-term capital gain (loss)	427,893 00						1,508 00			425,768 00		(12 00)		(689 00)	
Net Sec 1231 gain (loss)	(11,460 00)		(263 00)	(1,328 00)	(460 00)	97 00	(4,646 00)		(912 00)			(112 00)			
Other income (loss)	583 00									578 00					
Other deductions - Sec 59(e)(2)	(288 00)			(288 00)											
Other deductions - Cost depletion WI	(229 00)			(174 00)											
Other deductions - Cost depletion RI	(174 00)														
Other portfolio deductions															
Charitable contributions - 50%	(1,321 00)		(15 00)	(10 00)		(4 00)									
Charitable contributions - 30%	(63,089 00)									(62,869 00)					
Investment interest	(186,392 00)									(186,392 00)					
Miscellaneous	(2,032 00)		(12 00)												
Foreign tax		(9 00)	(109 00)	(2 00)	(3 00)	(108 00)	(23 00)				(48 00)	(16 00)	(143 00)	(54 00)	(9 00)
Nondeductible expense	(1,362 00)														
Total income	\$ (625,882 00)	\$ (3,757 00)	\$ (6,772 00)	\$ (4,136 00)	\$ (2,961 00)	\$ (52,224 00)	\$ (59,810 00)	\$ (412 00)	\$ (5,567 00)	\$ 237,800 00	\$ (17,173 00)	\$ (29,294 00)	\$ (10,445 00)	\$ (106,460 00)	\$ (10,202 00)
Passive loss carryover from 2014															
Ordinary	\$ (1,213,869 00)	\$ (79,163 00)	\$ (27,771 00)	\$	\$	\$ (85,203 00)	\$ (132,509 00)	\$ (647 00)	\$ (11,960 00)	\$	\$ (11,848 00)	\$ (15,334 00)	\$	\$ (236,625 00)	\$
Sec 1231	(26,211 00)		(14,344 00)			(46 00)	(2,999 00)		(194 00)		(317 00)			(2,546 00)	
Passive loss carryover to 2016															
Ordinary	2,075,320 00	82,911 00	34,349 00	2,958 00	2,498 00	138 000 00	189,210 00	1,059 00	16,914 00		29,008 00	45,983 00	10,392 00	342,146 00	11,120 00
Sec 1231	37,896 00		14,607 00	1,328 00	460 00		7,645 00		1,106 00		317 00	112 00		3,435 00	
Total	\$ 873,136 00	\$ 3,748 00	\$ 6,841 00	\$ 4,286 00	\$ 2,958 00	\$ 52,751 00	\$ 61,347 00	\$ 412 00	\$ 5,866 00	\$	\$ 17,160 00	\$ 30,761 00	\$ 10,392 00	\$ 106,410 00	\$ 11,120 00
Taxable income (loss)	\$ 247,254 00	\$ (9 00)	\$ 69 00	\$ 150 00	\$ (3 00)	\$ 527 00	\$ 1,537 00	\$	\$ 299 00	\$ 237,800 00	\$ (13 00)	\$ 1,467 00	\$ (53 00)	\$ (50 00)	\$ 918 00
Other items															
Unrelated business taxable income (loss)	\$ (812,130 00)	\$ (3,748 00)	\$ (6,577 00)	\$ (2,914 00)	\$ (2,498 00)	\$ (52,848 00)	\$ (56,701 00)	\$ (412 00)	\$ (4,954 00)	\$ 49,371 00	\$ (17,160 00)	\$ (30,657 00)	\$ (10,392 00)	\$ (105,521 00)	\$ (11,120 00)

Schedule 9

PARTNER'S SHARE OF INCOME CREDITS, DEDUCTIONS, ETC

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31 2015

	Plains		Tesoro Logistics LP									
	Plains Pipeline LP	PAA Storage LP	Shell Midstream LP	Spectra Energy LP	Sunoco Logistics LP	Targa Resources LP	TC Pipelines LP	Tesoro Logistics LP	QEP Midstream LP	Valero Energy LP	Western Gas Equity LP	Williams Partners LP
TIN	76-0582150	27-1679071	46-5223743	41-2232463	23-3096839	65-1295427	52-2135448	27-4151603	80-0918184	90-1006559	26-1075808	20-2485124
	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP	PTP
Ordinary income (loss)	\$ (55,006 00)	\$	\$ (6,358 00)	\$ (25,605 00)	\$ (100,029 00)	\$ (99,645 00)	\$ (32,516 00)	\$ (52,493 00)	\$ (2,698 00)	\$	\$ (17,720 00)	\$ (115,889 00)
Net rental real estate income												(468 00)
Other net rental income (loss)												
Portfolio income (loss)	7 00			105 00	258 00	1,665 00	25 00	312 00			1,177 00	20 00
Interest income							2 00					14 00
Interest income - Tax-exempt												16 00
Ordinary dividends	130 00		394 00		4,102 00							
Royalties												
Net short-term capital gain (loss)												
Net long-term capital gain (loss)												
Net Sec. 1231 gain (loss)	174 00			(2,165 00)	(334 00)	665 00		(196 00)				3 00
Other income (loss)												5 00
Other deductions - Sec 59(e)(2)												
Other deductions - Cost depletion W												
Other deductions - Cost depletion R												
Other portfolio deductions												
Charitable contributions - 50%	(52 00)											(95 00)
Charitable contributions - 30%	(220 00)											
Miscellaneous												
Foreign tax	(1,681 00)			(339 00)								
Non deductible expense	(252 00)		(1 00)	(159 00)	(93 00)	(66 00)	(12 00)	(57 00)			(1 00)	(190 00)
Total income	\$ (56,900 00)	\$	\$ (5,965 00)	\$ (28,163 00)	\$ (97,241 00)	\$ (97,381 00)	\$ (32,501 00)	\$ (52,434 00)	\$ (2,698 00)	\$	\$ (17,752 00)	\$ (116,584 00)
Passive loss carryover from 2014												
Ordinary	\$ (53,216 00)	\$ (746 00)	\$	\$ (33,394 00)	\$ (50,905 00)	\$ (111,321 00)	\$ (75,444 00)	\$ (43,923 00)	\$ (387 00)	\$	\$ (5,265 00)	\$ (159,149 00)
Sec. 1231				(1,268 00)	(5 00)	(2,725 00)	(493 00)	(26 00)	(3 00)		(2 00)	(1,243 00)
Passive loss carryover to 2016												
Ordinary	108,048 00	746 00	6,358 00	58,999 00	150,934 00	210,966 00	107,960 00	96,416 00	3,085 00		22,985 00	275,506 00
Sec. 1231				3,433 00	339 00	2,060 00	493 00	222 00	3 00		215 00	1,240 00
Total	\$ 54,832 00	\$	\$ 6,358 00	\$ 27,770 00	\$ 100,363 00	\$ 98,980 00	\$ 32,516 00	\$ 52,689 00	\$ 2,698 00	\$	\$ 17,935 00	\$ 116,354 00
Taxable income (loss)	\$ (2,068 00)	\$	\$ 393 00	\$ (393 00)	\$ 3,122 00	\$ 1,599 00	\$ 15 00	\$ 255 00	\$	\$	\$ 183 00	\$ (230 00)
Other items												
Unrelated business taxable income (loss)	\$ (55,008 00)	\$	\$ (6,358 00)	\$ (25,601 00)	\$ (99,702 00)	\$ (99,645 00)	\$ (32,516 00)	\$ (52,689 00)	\$ (2,698 00)	\$	\$ (17,720 00)	\$ (116,352 00)

Schedule 10

SCHEDULE B, PART II NONCASH PROPERTY CONTRIBUTIONS

THE PRIDDY FOUNDATION - TIN 75-6029882

For the Year Ended December 31, 2015

Description of property given	Par Value	Fair Market Value	Date Received	Cost
From Robert T. Priddy Estate				
Municipal Bonds				
Brazos River TX 5 4% 10/1/2029	150,000	\$ 15,000 00	07/01/15	\$ 9,000 00
El Paso TX ISD 4% 8/15/2019	610,000	657,000 50	07/01/15	666,181 00
Harlandale TX ISD 5% 8/15/2019	250,000	279,275.00	07/01/15	284,230 00
Irving TX ISD 3% 2/15/2019	820,000	850,479 40	07/01/15	861,369.00
Kyle TX 5% 8/15/2016	150,000	157,654 50	07/01/15	161,019 00
Northside TX ISD 4% 8/15/2016	250,000	260,030 00	07/01/15	264,297.50
Pearland TX 4% 3/1/2016	105,000	107,497.95	07/01/15	109,365 90
Totals - Municipal Bonds		\$ 2,326,937 35		\$ 2,355,462 40
U S Government Securities				
FFCB 5 125% 8/25/2016	500,000	\$ 526,569 00	07/01/15	\$ 537,213.00
FFCB 5 05% 10/30/2018	500,000	561,531.00	07/01/15	572,362 50
FFCB 4 875% 1/17/2017	500,000	531,917.50	07/01/15	541,510.00
FHLB 3 375% 6/12/2020	1,000,000	1,072,997 00	07/01/15	1,084,578 00
FHLB 1.625% 12/11/2015	300,000	301,764 30	07/01/15	303,630 00
FHLB 3 25% 3/09/2018	500,000	526,346.00	07/01/15	529,766 50
FHLB 2 75% 6/08/2018	500,000	522,236 00	07/01/15	523,018 50
FHLB 5 685% 9/17/2018	500,000	564,271 50	07/01/15	573,587 00
FHLB 5 375% 5/18/2016	500,000	521,892 00	07/01/15	533,512 75
FHLB 4 75% 12/16/2016	1,000,000	1,058,691.00	07/01/15	1,079,376 00
FHLB 4 875% 5/17/2017	1,000,000	1,077,341 00	07/01/15	1,093,916 00
FHLB 5% 11/17/2017	500,000	548,099 75	07/01/15	556,093 75
Totals - U S Government Securities		\$ 7,813,656 05		\$ 7,928,564 00
Totals - Combined		\$ 10,140,593 40		\$ 10,284,026 40

2015 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
3	Computer Software	070199SL		3.00	17	5,750.00			5,750.00	5,750.00		0.00
5	Furniture	070199SL		7.00	17	17,678.20			17,678.20	17,678.20		0.00
7	Office Equipment	070199SL		7.00	17	1,011.50			1,011.50	1,011.50		0.00
9	Shredder	011500SL		7.00	17	699.00			699.00	699.00		0.00
10	Artwork	021000SL		7.00	17	375.20			375.20	375.20		0.00
11	Web Page	083100SL		3.00	17	1,200.00			1,200.00	1,200.00		0.00
14	Clock	101101SL		7.00	17	375.00			375.00	375.00		0.00
15	Furniture & Fixtures	071102SL		7.00	17	10,604.86			10,604.86	10,604.86		0.00
16	Furniture & Fixtures	111402SL		7.00	17	11,333.50			11,333.50	11,333.50		0.00
17	Software	012802SL		3.00	17	5,680.00			5,680.00	5,680.00		0.00
20	Fax Machine	032502SL		7.00	17	850.00			850.00	850.00		0.00
22	HP Laserjet	062502SL		5.00	17	1,328.00			1,328.00	1,328.00		0.00
23	Bookcase/Credenza	050302SL		7.00	17	575.00			575.00	575.00		0.00
24	Web Page	090602SL		3.00	17	2,400.00			2,400.00	2,400.00		0.00
26	File Cabinet	022103SL		7.00	17	919.00			919.00	919.00		0.00
29	Table and Chairs	030504SL		7.00	17	1,155.00			1,155.00	1,155.00		0.00
30	Web Page	092904SL		3.00	17	9,120.00			9,120.00	9,120.00		0.00
31	Decorations	082704SL		7.00	17	11,786.39			11,786.39	11,786.39		0.00

528102
04-01-15

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2015 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
32	Computer Monitor	030504SL		5.00	17	430.00			430.00	430.00		0.00
33	Canon Scanner	021407SL		5.00	17	3,000.00			3,000.00	3,000.00		0.00
34	Laptop & USB Drive	042507SL		5.00	17	2,108.75			2,108.75	2,108.75		0.00
35	HP Color Printer	101007SL		5.00	17	625.00			625.00	625.00		0.00
36	Core 2 Duo System	102907SL		5.00	17	1,315.00			1,315.00	1,315.00		0.00
37	Bookcase	031008SL		7.00	17	1,199.97		599.99	599.98	557.12		42.86
38	Computer Projector	060408SL		5.00	17	864.92		432.46	432.46	432.46		0.00
39	Four Laptop	072908SL		5.00	17	5,438.00		2,719.00	2,719.00	2,719.00		0.00
40	Used Canon	012910SL		5.00	17	2,950.00			2,950.00	2,655.00		295.00
41	Imagerunner 4 drawer file cabinet	081310SL		7.00	17	885.00			885.00	568.94		126.43
42	Computer 4 Drawer legal file cabinet	083010SL		5.00	17	2,771.00			2,771.00	2,493.90		277.10
43		091410SL		7.00	17	1,709.00			1,709.00	1,098.63		244.14
44	Executive L desk 72" Executive desk, 72" drawer/kybd	091410SL		7.00	17	1,479.00			1,479.00	950.81		211.29
45		101510SL		5.00	17	783.06			783.06	704.75		78.31
46	Ipap	111610SL		3.00	17	4,500.00			4,500.00	4,500.00		0.00
47	Website development	111610SL		3.00	17	740.00			740.00	740.00		0.00
48	Computer software	121610SL		7.00	17	899.00			899.00	577.94		128.43

528102
04-01-15

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2015 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
50	Furniture (from PCT)	073111SL		7.00	17	4,486.86			4,486.86	2,243.43		640.98
51	Server/HP Probook Computer System	091511SL		5.00	17	8,305.00			8,305.00	5,813.50		1,661.00
53	(From PCT)	073111SL		5.00	17	2,230.45			2,230.45	1,561.32		446.09
54	DAR-RAN Multifile (From PCT)	073111SL		5.00	17	180.19			180.19	126.14		36.04
55	HP4250 Laserjet Printer (From PCT)	073111SL		5.00	17	273.00			273.00	191.10		54.60
56	Canon Imagerunner (From PCT)	073111SL		5.00	17	336.27			336.27	235.38		67.25
57	Portrait & Frame (From PCT)	073111SL		7.00	17	537.14			537.14	268.56		76.73
58	Digital Telephone System	081512SL		5.00	17	4,065.00			4,065.00	2,032.50		813.00
59	Website development	113013SL		3.00	17	15,200.00			15,200.00	5,700.00		5,066.67
60	Door	113013SL		7.00	17	1,365.57			1,365.57	219.47		195.08
62	Carpet	123013SL		7.00	17	5,589.00			5,589.00	898.23		798.43
63	Probook 450-GI	082914SL		5.00	17	849.00			849.00	63.68		169.80
64	Probook/Monitor/Doc king	082914SL		5.00	17	1,851.88			1,851.88	138.89		370.38
65	Probook 650 15.6 LED	093014SL		5.00	17	1,473.00			1,473.00	110.48		294.60
66	ASUS I5 Quad Computer	121514SL		5.00	17	1,346.25			1,346.25	33.66		269.25
67	Website development	121514SL		3.00	17	7,600.00			7,600.00	316.67		2,533.33
68	ASUS I5 Quad Computer	013015SL		5.00	19B	1,686.25			1,686.25			168.63
69	Website development	022715SL		3.00	19A	4,660.00			4,660.00			776.67

528102
04-01-15

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
70	Silver Set	061515SL		7.00	19C	2,220.00			2,220.00			158.57
	Computer/Elitebook/											
71	Monitor	081415SL		5.00	19B	3,612.50			3,612.50			361.25
	APC Smart-Ups 1500											
72	Tower	083115SL		5.00	19B	575.00			575.00			57.50
73	Website development	093015SL		5.00	19B	4,465.00			4,465.00			446.50
	* Total 990-PF Pg 1					188104.70		3,751.45	184353.25	128694.59	0.00	16,960.05
	Depr											
	Current Activity											
	Beginning balance					170885.95		3,751.45	167134.50	128694.59		
	Acquisitions					17,218.75		0.00	17,218.75	0.00		
	Dispositions					0.00		0.00	0.00	0.00		
	Ending balance					188104.70		3,751.45	184353.25	128694.59		
	Ending accum depr									149406.09		
	Ending book value									38,698.61		