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Form 990-PF

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

OMB No 1545-0052

2015

Department of the Treasury
Internal Revenue Service

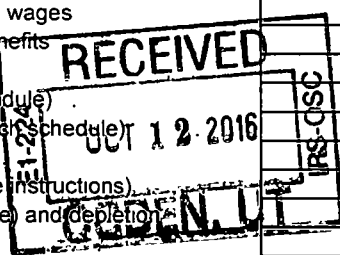
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning 6/1/2015, and ending 5/31/2016

Name of foundation: FLACH MUSIC FUND
Employer identification number: 23-7711957
Telephone number: (888) 730-4933
Check all that apply: Initial return, Final return, Address change, Name change
Check type of organization: Section 501(c)(3) exempt private foundation
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (Total 21,029), Operating and Administrative Expenses (Total 18,482), and Net investment income (17,992).



ENVELOPE DATE OCT 09 2016

SCANNED OCT 17 2016

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<b>Part II Balance Sheets</b> Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,769	6,593	6,593
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	268,188	267,913	292,281	
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	271,957	274,506	298,874	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ )			
23 <b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	271,957	274,506	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 <b>Total net assets or fund balances</b> (see instructions)	271,957	274,506		
31 <b>Total liabilities and net assets/fund balances</b> (see instructions)	271,957	274,506		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>			
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	271,957
2	Enter amount from Part I, line 27a	2	2,547
3	Other increases not included in line 2 (itemize) ▶ Mutual Fund Timing Difference	3	88
4	Add lines 1, 2, and 3	4	274,592
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	86
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	274,506

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	14,475	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	13,800	319,901	0.043138
2013	17,174	309,914	0.055415
2012	10,051	300,926	0.033400
2011	14,370	292,274	0.049166
2010	17,594	302,572	0.058148
2 Total of line 1, column (d)			2 0.239267
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.047853
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 300,461
5 Multiply line 4 by line 3			5 14,378
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 180
7 Add lines 5 and 6			7 14,558
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 15,253

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

Table with 11 rows for excise tax calculations. Includes rows for exempt foundations (1), tax under section 511 (2), add lines 1 and 2 (3), subtitle A tax (4), tax based on investment income (5), credits/payments (6a-6d), total credits (7), penalty (8), tax due (9), overpayment (10), and amount to be credited (11).

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence (1a-1c), unreported activities (2), changes in governing instrument (3), unrelated business income (4a-4b), liquidation (5), requirements of section 508(e) (6), assets (7), states reported to (8a-8b), private operating foundation status (9), and substantial contributors (10).

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

<b>11</b>	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
<b>12</b>	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
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
<b>14</b>	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
<b>16</b>	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 ▶		Yes	No
				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
<b>1a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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 ▶ <input type="checkbox"/>		X
<b>c</b>	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
<b>2</b>	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))		
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
<b>b</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	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
<b>b</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 propoganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	3,762		
CHARLES T. NOONAN 526 WEST WALNUT STREET ALLENTOWN, PA 18101	CO-TRUSTEE	629		

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
<b>Total number of others receiving over \$50,000 for professional services</b>		▶

**Part IX-A Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total. Add lines 1 through 3</b>	0



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	292,719
<b>b</b>	Average of monthly cash balances	<b>1b</b>	12,318
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	305,037
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	305,037
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	<b>4</b>	4,576
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	300,461
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	15,023

**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.)

<b>1</b>	Minimum investment return from Part X, line 6		<b>1</b>	15,023
<b>2a</b>	Tax on investment income for 2015 from Part VI, line 5	<b>2a</b>	180	
<b>b</b>	Income tax for 2015 (This does not include the tax from Part VI)	<b>2b</b>		
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	180	
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	14,843	
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>		
<b>5</b>	Add lines 3 and 4	<b>5</b>	14,843	
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>		
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	14,843	

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	15,253
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	15,253
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	180
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	15,073

**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
<b>1</b> Distributable amount for 2015 from Part XI, line 7				14,843
<b>2</b> Undistributed income, if any, as of the end of 2015				
<b>a</b> Enter amount for 2014 only			3,405	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2015				
<b>a</b> From 2010				
<b>b</b> From 2011				
<b>c</b> From 2012				
<b>d</b> From 2013				
<b>e</b> From 2014				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 15,253				
<b>a</b> Applied to 2014, but not more than line 2a			3,405	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions)				
<b>d</b> Applied to 2015 distributable amount				11,848
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions				
<b>e</b> Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
<b>f</b> Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				2,995
<b>7</b> 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)				
<b>8</b> Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
<b>9</b> Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2011				
<b>b</b> Excess from 2012				
<b>c</b> Excess from 2013				
<b>d</b> Excess from 2014				
<b>e</b> Excess from 2015				

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

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
<b>b</b> 85% of line 2a					0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here  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

WELLS FARGO PHILANTHROPIC SERVICES 1 W 4TH ST 4T FLOOR WINSTON SALEM, NC 27101-3818 (888) 234-1999

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

VIA WEBSITE: [HTTPS://WELLSFARGO.COM/PRIVATEFOUNDATIONGRANTS/FLACH](https://wellsfargo.com/privatefoundationgrants/flach)

**c** Any submission deadlines

OCTOBER 31

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

**TO BE ELIGIBLE, ORGANIZATIONS MUST BE A QUALIFIED 501(C)(3) AND SUBMIT APPLICATION THROUGH THE ONLINE FORM**

**Part XV Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> <i>Paid during the year</i> See Attached Statement</p>				
<p><b>Total</b></p>			▶ <b>3a</b>	13,000
<p><b>b</b> <i>Approved for future payment</i> NONE</p>				
<p><b>Total</b></p>			▶ <b>3b</b>	0

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	6,320	
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	14,475	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>FUND EARNINGS</u>			01	234	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)		0		21,029	0
13 Total. Add line 12, columns (b), (d), and (e)				13	21,029

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

**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 |
|---|-----|----|
| <b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of  |     |    |
| <b>(1)</b> Cash   |     | X  |
| <b>(2)</b> Other assets   |     | X  |
| <b>b</b> Other transactions   |     |    |
| <b>(1)</b> Sales of assets to a noncharitable exempt organization   |     | X  |
| <b>(2)</b> Purchases of assets from a noncharitable exempt organization   |     | X  |
| <b>(3)</b> Rental of facilities, equipment, or other assets   |     | X  |
| <b>(4)</b> Reimbursement arrangements   |     | X  |
| <b>(5)</b> Loans or loan guarantees   |     | X  |
| <b>(6)</b> Performance of services or membership or fundraising solicitations   |     | X  |
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees   |     | X  |
| <b>d</b> 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. |     | X  |

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

**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

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

**Sign Here** John N. Schmit SVP Wells Fargo Bank N.A.      9/29/2016      SVP Wells Fargo Bank N A

Signature of officer or trustee      Date      Title

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

**Paid Preparer Use Only**

Pnnl/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
JOSEPH J CASTRIANO	<i>Joseph J. Castriano</i>	9/29/2016		P01251603
Firm's name	Firm's EIN		Firm's address	
PricewaterhouseCoopers, LLP	13-4008324		600 GRANT STREET, PITTSBURGH, PA 15219-2777	
Firm's address	Phone no			
600 GRANT STREET, PITTSBURGH, PA 15219-2777	412-355-6000			

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

Recipient(s) paid during the year

**Name**

ALLENTOWN SYMPHONY ASSOCIATION

**Street**

23 N 6TH STREET

**City**

ALLENTOWN

**State**

PA

**Zip Code**

18101

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

5,000

**Name**

COMMUNITY MUSIC SCHOOL

**Street**

23N 6TH STREET

**City**

ALLENTOWN

**State**

PA

**Zip Code**

18101

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

3,000

**Name**

LEHIGH VALLEY ITALIAN AMERICAN BAND

**Street**

519 E PAOLI STREET

**City**

ALLENTOWN

**State**

PA

**Zip Code**

18103

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

3,000

**Name**

SATORI

**Street**

2985 FAIRFIELD DR NORTH

**City**

ALLENTOWN

**State**

PA

**Zip Code**

18103

**Foreign Country**

**Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL SUPPORT GRANT

**Amount**

2,000

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

**Name**

**Street**

**City**

**State**

**Zip Code**

**Foreign Country**

**Relationship**

**Foundation Status**

**Purpose of grant/contribution**

**Amount**

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

Description	CUSIP #	Amount	Check "X" to include in Part IV		Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost or Other Basis, Expenses, Depreciation and Adjustments			Net Gain or Loss
			Long Term CG Distributions	Short Term CG Distributions									Depreciation	Expense of Sale and Cost of Improvements	Adjustments	
1 T ROWE PRICE BLUE CHIP G	77954Q108	3,431		X				1/25/2016	1/25/2016	881	1,000					119
2 T ROWE PRICE SHORT TERM	7795P105		X					4/20/2016	4/20/2016	5,165	5,143					22
3 SPDR D WILSHIRE INTERM	78463X863		X					5/23/2011	4/20/2016	594	585					9
4 STERLING CAPITAL STRAT I	85917K546		X					5/11/2016	5/11/2016	3,724	3,295					429
5 JE-TRACS ALERIAN MLP INFR	802841846		X					1/20/2015	1/20/2015	4,384	6,423					-2,028
6 JE-TRACS ALERIAN MLP INFR	802841846		X					2/9/2014	1/20/2015	2,050	2,984					-944
7 VANGUARD TOTAL BOND MF	921893733		X					12/3/2015	12/5/2016	44,313	44,003					310
8 VANGUARD REIT VIPER	922808553		X					12/9/2016	12/9/2016	166	152					14
9 WFA CORE BD FCH #944	9497J581		X					8/29/2011	12/3/2015	24,650	25,324					-644
10 WELLS FARGO ADV HIC IN	949917538		X					8/27/2015	12/3/2015	13,103	14,067					-964
11 WF ADV SHORT-TERM BOND	949917552		X					5/25/2011	12/9/2015	16,413	18,497					-84
12 WF ADV SHORT-TERM BOND	949917552		X					8/28/2011	12/9/2015	3,386	3,384					-8
13 AMER CENT SMALL CAP GRN	025003320		X					1/27/2016	5/11/2016	3,201	2,960					221
14 ARTISAN INTERNATIONAL FI	04314H402		X					4/22/2016	5/11/2016	788	790					-2
15 ARTISAN INTERNATIONAL FI	04314H402		X					1/27/2016	5/11/2016	790	748					42
16 ASHMORE EMERG MKTS CR	044820504		X					9/5/2013	12/5/2015	500	592					-92
17 ASHMORE EMERG MKTS CR	044820504		X					9/5/2013	12/5/2015	4,845	6,400					-1,555
18 DODGE & COX INTL STOCK	256206103		X					4/20/2016	4/20/2016	370	323					47
19 DODGE & COX INCOME FDC	256210105		X					1/27/2016	5/11/2016	872	807					65
20 DODGE & COX INCOME FDC	256210105		X					9/3/2014	1/25/2016	4,745	5,000					-255
21 DODGE & COX INCOME FDC	256210105		X					2/28/2008	1/25/2016	1,464	1,387					77
22 DODGE & COX INCOME FDC	256210105		X					2/28/2008	4/20/2016	1,955	1,465					490
23 DODGE & COX STOCK FUND	256218106		X					2/19/2014	1/25/2016	19,772	18,000					1,772
24 DODGE & COX STOCK FUND	256218106		X					2/5/2014	1/25/2016	4,072	4,500					-428
25 EATON VANCE FLOATING RA	277811491		X					5/23/2013	8/27/2015	4,767	4,995					-228
26 EATON VANCE FLOATING RA	277811491		X					11/29/2013	8/27/2015	233	243					-10
27 EATON VANCE FLOATING RA	277811491		X					11/29/2013	12/3/2015	1,000	1,074					-74
28 EATON VANCE FLOATING RA	277811491		X					9/5/2013	1/25/2016	9,978	11,000					-1,022
29 EATON VANCE FLOATING RA	277811491		X					11/26/2013	1/25/2016	5,136	5,681					-545
30 FID ADV EMER MKTS INC-CI	315920702		X					1/27/2016	4/20/2016	1,133	1,061					74
31 JP MORGAN MID CAP VALUE	336128100		X					1/27/2016	4/20/2016	429	376					53
32 HARBOR INTERNATIONAL FD I	411511308		X					8/15/2012	1/25/2016	16,144	17,000					-856
33 HARBOR INTERNATIONAL FD I	411511308		X					1/25/2012	1/25/2016	9,011	10,148					-1,137
34 HARBOR INTERNATIONAL FD I	411511308		X					11/26/2013	1/25/2016	78	101					-23
35 HARBOR INTERNATIONAL FD I	411511308		X					8/27/2015	1/25/2016	7,853	9,000					-1,147
36 HARBOR CAPITAL APRCTON	411511504		X					1/27/2016	4/20/2016	2,804	2,586					218
37 ISHARES CORE S & P 500 ET	484287200		X					8/24/2011	1/25/2016	9,446	5,867					3,579
38 ISHARES CORE S & P 500 ET	484287200		X					11/27/2012	1/25/2016	7,935	5,853					2,082
39 ISHARES CORE S & P 500 ET	484287200		X					11/26/2013	1/25/2016	4,156	4,010					146
40 ISHARES RUSSELL MID-CAP	484287498		X					8/19/2012	1/25/2016	6,653	4,900					1,753
41 ISHARES RUSSELL MID-CAP	484287499		X					5/23/2013	1/25/2016	8,678	7,991					687
42 ISHARES RUSSELL MID-CAP	484287499		X					11/29/2013	1/25/2016	1,012	1,027					-15
43 ISHARES CORE S&P SMALL-	484287804		X					11/27/2012	1/25/2016	9,207	7,026					2,181
44 ISHARES CORE S&P SMALL-	484287804		X					5/23/2013	1/25/2016	6,336	5,809					527
45 IFS VALUE FUND-CLASS I #	552963694		X					1/27/2016	4/20/2016	3,810	3,385					425
46 OPPENHEIMER DEVELOPING	683974604		X					9/5/2013	4/20/2016	882	965					-83
47 PIMCO FOREIGN BD FD USD	693390882		X					8/26/2011	1/23/2015	500	498					2
48 PIMCO FOREIGN BD FD USD	693390882		X					5/5/2008	1/23/2016	66	68					-2
49 PIMCO FOREIGN BD FD USD	693390882		X					2/29/2008	1/23/2016	4,862	5,108					-226
50 PIMCO FOREIGN BD FD USD	693390882		X					8/29/2011	1/23/2016	1,029	1,084					-55
51 PIMCO FOREIGN BD FD USD	693390882		X					8/29/2011	1/23/2016	1,418	1,518					-100
52 PIMCO FOREIGN BD FD USD	693390882		X					9/5/2013	1/25/2016	2,859	3,000					-141
53 T ROWE PRICE BLUE CHIP G	77954Q106		X					8/15/2012	1/25/2016	30,161	20,491					9,670
54 T ROWE PRICE BLUE CHIP G	77954Q106		X					8/27/2015	1/25/2016	3,658	4,000					-342

Totals: Capital Gains/Losses Other Sales: 328,360; Gross Sales: 313,885; Expense of Sale and Cost of Improvements: 328,360; Depreciation and Adjustments: 313,885; Net Gain or Loss: 14,475



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

		234	234	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	FUND EARNINGS	234	234	

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

		683	0	0	683
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	683			683

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

		408	77	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	77	77		
2	PY EXCISE TAX DUE	144			
3	ESTIMATED EXCISE PAYMENTS	187			

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	292,281
2	ARTISAN INTERNATIONAL FD I 662		0	16,373	17,245
3	ARTISAN MID CAP FUND-INSTL 1333		0	14,343	16,125
4	MET WEST TOTAL RETURN BOND CL I 51		0	24,232	24,435
5	FID ADV EMER MKTS INC- CL I 607		0	13,677	14,676
6	T ROWE PRICE REAL ESTATE FD 122		0	5,478	5,897
7	DODGE & COX INT'L STOCK FD 1048		0	16,003	17,852
8	AMER CENT SMALL CAP GRWTH INST 336		0	7,316	8,285
9	MFS VALUE FUND-CLASS I 893		0	33,995	38,646
10	JP MORGAN MID CAP VALUE-I 758		0	13,966	15,993
11	DODGE & COX INCOME FD COM 147		0	15,942	17,171
12	HARBOR CAPITAL APRCTION-INST 2012		0	34,773	37,806
13	STERLING CAPITAL STRATTON SMALL CA		0	6,979	8,130
14	VANGUARD REIT VIPER		0	9,045	12,216
15	VANGUARD INFLAT-PROT SECS-ADM 511		0	1,103	1,105
16	JPMORGAN HIGH YIELD FUND SS 3580		0	12,510	13,033
17	T ROWE PRICE INST FLOAT RATE 170		0	5,291	5,375
18	OPPENHEIMER DEVELOPING MKT-I 799		0	24,478	24,337
19	SPDR DJ WILSHIRE INTERNATIONAL REA		0	6,784	7,676
20	CREDIT SUISSE COMM RT ST-CO 2156		0	5,625	6,278

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

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

1	Mutual Fund Timing Difference	1	88
2	Total	2	88

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

1	Cost Basis Adjustment	1	10
2	PY Return of Capital Adjustment	2	76
3	Total	3	86

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

Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense or Sale	Gain or Loss	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of F.M.V. Over Adjusted Basis	Gain/Loss Minus Excess F.M.V. Over Adj. Basis or Losses	Amount
													3,431
1 T ROWE PRICE BLUE CHIP G		1/23/2015	1/25/2016	881			0	1,000	-119	0	0	0	11,044
2 T ROWE PRICE SHORT TERM		1/27/2016	4/20/2016	5,165			0	5,143	22	0	0	0	-118
3 SPDR DJ WILSHIRE INTERNA		5/23/2011	4/20/2016	594			0	555	39	0	0	0	39
4 STERLING CAPITAL STRATG		1/27/2016	5/11/2016	3,724			0	3,295	429	0	0	0	429
5 E-TRACS ALERIAN MLP INFR		1/29/2014	11/20/2015	4,394			0	6,423	-2,029	0	0	0	-2,029
6 E-TRACS ALERIAN MLP INFR		2/5/2014	11/20/2015	2,050			0	2,994	-944	0	0	0	-944
7 VANGUARD TOTAL BOND MA		1/23/2015	1/25/2016	44,313			0	44,003	310	0	0	0	310
8 VANGUARD REIT VIPER		1/25/2016	4/20/2016	166			0	152	14	0	0	0	14
9 WFA CORE BD FDH #944		8/26/2011	1/23/2016	24,680			0	25,324	-644	0	0	0	-644
10 WELLS FARGO ADV HI INC-N		8/26/2011	8/27/2015	13,103			0	14,067	-964	0	0	0	-964
11 WF ADV SHORT-TERM BOND		5/25/2011	1/23/2015	18,413			0	18,497	-84	0	0	0	-84
12 WF ADV SHORT-TERM BOND		8/26/2011	1/23/2015	3,386			0	3,394	-8	0	0	0	-8
13 AMER CENT SMALL CAP GRN		1/27/2016	5/11/2016	3,201			0	2,980	221	0	0	0	221
14 ARTISAN INTERNATIONAL F		4/22/2016	5/11/2016	788			0	790	-2	0	0	0	-2
15 ARTISAN INTERNATIONAL F		1/27/2016	5/11/2016	790			0	748	42	0	0	0	42
16 ASHMORE EMERG MKTS CR		8/5/2013	1/23/2015	500			0	592	-92	0	0	0	-92
17 ASHMORE EMERG MKTS CR		9/5/2013	1/25/2016	4,845			0	6,400	-1,555	0	0	0	-1,555
18 DODGE & COX INTL STOCK		1/27/2016	4/20/2016	370			0	323	47	0	0	0	47
19 DODGE & COX INTL STOCK		1/27/2016	5/11/2016	872			0	807	65	0	0	0	65
20 DODGE & COX INCOME FD C		9/3/2014	1/25/2016	4,745			0	5,000	-255	0	0	0	-255
21 DODGE & COX INCOME FD C		2/6/2008	1/25/2016	1,464			0	1,387	77	0	0	0	77
22 DODGE & COX INCOME FD C		2/28/2008	4/20/2016	1,595			0	1,465	120	0	0	0	120
23 DODGE & COX STOCK FUND		2/19/2014	1/25/2016	19,772			0	18,000	1,772	0	0	0	1,772
24 DODGE & COX STOCK FUND		2/5/2014	1/25/2016	4,072			0	4,500	-428	0	0	0	-428
25 EATON VANCE FLOATING RA		5/23/2013	8/27/2015	4,767			0	4,995	-228	0	0	0	-228
26 EATON VANCE FLOATING RA		11/26/2013	8/27/2015	233			0	243	-10	0	0	0	-10
27 EATON VANCE FLOATING RA		11/26/2013	1/23/2015	1,074			0	1,074	0	0	0	0	0
28 EATON VANCE FLOATING RA		9/5/2013	1/25/2016	9,978			0	11,000	-1,022	0	0	0	-1,022
29 EATON VANCE FLOATING RA		11/26/2013	1/25/2016	5,138			0	5,681	-543	0	0	0	-543
30 FID ADV EMER MKTS INC- CI		1/27/2016	4/20/2016	1,135			0	1,061	74	0	0	0	74
31 JP MORGAN MID CAP VALUE		1/27/2016	4/20/2016	429			0	376	53	0	0	0	53
32 HARBOR INTERNATIONAL FD II		8/15/2012	1/25/2016	16,144			0	17,000	-856	0	0	0	-856
33 HARBOR INTERNATIONAL FD II		1/25/2012	1/25/2016	9,011			0	10,148	-1,137	0	0	0	-1,137
34 HARBOR INTERNATIONAL FD II		11/26/2013	1/25/2016	78			0	101	-23	0	0	0	-23
35 HARBOR INTERNATIONAL FD II		8/27/2015	1/25/2016	7,653			0	9,000	-1,347	0	0	0	-1,347
36 HARBOR CAPITAL APRCTN		1/27/2016	4/20/2016	2,804			0	2,585	218	0	0	0	218
37 SHARES CORE S & P 500 ET		8/24/2011	1/25/2016	9,446			0	5,967	3,579	0	0	0	3,579
38 SHARES CORE S & P 500 ET		11/27/2012	1/25/2016	7,935			0	5,953	1,982	0	0	0	1,982
39 SHARES CORE S & P 500 ET		11/26/2013	1/25/2016	4,156			0	4,010	146	0	0	0	146
40 SHARES RUSSELL MID-CAP		8/15/2012	1/25/2016	6,653			0	4,980	1,673	0	0	0	1,673
41 SHARES RUSSELL MID-CAP		5/23/2013	1/25/2016	8,678			0	7,991	687	0	0	0	687
42 SHARES RUSSELL MID-CAP		11/26/2013	1/25/2016	1,012			0	1,027	-15	0	0	0	-15
43 SHARES CORE S&P SMALL		11/27/2012	1/25/2016	9,207			0	7,026	2,181	0	0	0	2,181
44 SHARES CORE S&P SMALL		5/23/2013	1/25/2016	6,336			0	5,609	727	0	0	0	727
45 MFS VALUE FUND-CLASS I #		1/27/2016	4/20/2016	3,910			0	3,385	525	0	0	0	525
46 OPPENHEIMER DEVELOPING		9/5/2013	4/20/2016	882			0	965	-83	0	0	0	-83
47 PIMCO FOREIGN BD FD USD		8/26/2011	1/23/2015	500			0	499	1	0	0	0	1
48 PIMCO FOREIGN BD FD USD		5/5/2008	1/25/2016	66			0	68	-2	0	0	0	-2
49 PIMCO FOREIGN BD FD USD		2/26/2008	1/25/2016	4,882			0	5,108	-226	0	0	0	-226
50 PIMCO FOREIGN BD FD USD		5/25/2011	1/25/2016	1,029			0	1,084	-55	0	0	0	-55
51 PIMCO FOREIGN BD FD USD		8/26/2011	1/25/2016	1,418			0	1,518	-100	0	0	0	-100
52 PIMCO FOREIGN BD FD USD		9/5/2013	1/25/2016	2,859			0	3,000	-141	0	0	0	-141
53 T ROWE PRICE BLUE CHIP G		8/15/2012	1/25/2016	30,161			0	20,491	9,670	0	0	0	9,670
54 T ROWE PRICE BLUE CHIP G		8/27/2015	1/25/2016	3,658			0	4,000	-342	0	0	0	-342

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	SEE ATTAC	3,762		
2	CHARLES T. NOONAN		525 WEST WALNUT STREET	ALLEN TOWN	PA	18101		CO-TRUSTEE	1.25	629		
										4,391	0	0

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

	Date	Amount
1 Credit from prior year return		0
2 First quarter estimated tax payment	10/9/2015	187
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		
7 Total		187



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

1	Distributable amounts for 2014 that remained undistributed at the beginning of the 2015 tax year	1	3,405
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,405

**Supplemental Information:**

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

Wells Fargo Bank N.A  
1 W 4<sup>th</sup> Street 4<sup>th</sup> Floor Mac 4000-041  
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.