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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning JUN 1, 2015 , and ending MAY 31, 2016

Name of foundation

MILLS FAMILY FOUNDATION, INC.

A Employer identification number

56-6060644

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

PO BOX 8100

Room/suite

B Telephone number

828-645-3061

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

ASHEVILLE, NC 28814-8100

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 352,761.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b) (c), and (d) may not necessarily equal the amounts in column (a))

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2.	2.		STATEMENT 1
	4 Dividends and interest from securities	10,084.	10,084.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,394.			
	b Gross sales price for all assets on line 6a 84,837.				
	7 Capital gain net income (from Part IV line 2)		4,394.		
	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				
	12 **Total** Add lines 1 through 11	14,480.	14,480.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	129.	129.		0.
	b Accounting fees STMT 4	1,250.	1,250.		500.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	75.	75.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	3,509.	3,509.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	5,463.	4,963.		500.
	25 Contributions, gifts, grants paid	35,978.			35,978.
	26 **Total expenses and disbursements.** Add lines 24 and 25	41,441.	4,963.		36,478.
	27 Subtract line 26 from line 12.				
	a Excess of revenue over expenses and disbursements	<26,961.>			
	b **Net investment income** (if negative, enter -0-)		9,517.		
	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	5,257.	8,943.	8,943.
	2 Savings and temporary cash investments	15,913.	12,631.	12,631.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	289,478.	262,113.	303,794.
	c Investments - corporate bonds STMT 8	22,188.	22,188.	27,393.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	332,836.	305,875.	352,761.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	332,836.	305,875.	
	30 **Total net assets or fund balances**	332,836.	305,875.	
	31 **Total liabilities and net assets/fund balances**	332,836.	305,875.	

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	332,836.
2	Enter amount from Part I, line 27a	2	<26,961.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	305,875.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	305,875.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES	P		
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	84,837.		80,443.	4,394.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				4,394.
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	4,394.
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	38,835.	381,755.	.101728
2013	36,040.	324,951.	.110909
2012	37,650.	267,247.	.140881
2011	75,045.	311,631.	.240814
2010	76,550.	354,742.	.215791

2	**Total** of line 1, column (d)	2	.810123
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	.162025
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	348,205.
5	Multiply line 4 by line 3	5	56,418.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	95.
7	Add lines 5 and 6	7	56,513.
8	Enter qualifying distributions from Part XII, line 4	8	36,478.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	190.
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.
3	Add lines 1 and 2	3	190.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income** Subtract line 4 from line 3 If zero or less, enter -0-	5	190.
6	Credits/Payments:		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 740.		
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	740.
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	550.
11	Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 550. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ PAMELA MILLS TURNER Telephone no. ▶828-645-3061

Located at ▶ PO BOX 8100, ASHEVILLE, NC ZIP+4 ▶28814-8100

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶	16		X

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ Yes ☒ No			
	If "Yes," list the years ▶ _____, _____, _____, _____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ _____, _____, _____, _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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
PAMELA MILLS TURNER PO BOX 8100 ASHEVILLE, NC 28814	PRES/DIRECTOR 0.00	0.	0.	0.
JAMES W. TURNER PO BOX 8100 ASHEVILLE, NC 28814	VP/DIRECTOR 0.00	0.	0.	0.
BRIAN MILLS TURNER PO BOX 8100 ASHEVILLE, NC 28814	DIRECTOR 0.00	0.	0.	0.
ROBIN TURNER OSWALD PO BOX 8100 ASHEVILLE, NC 28814	DIRECTOR 0.00	0.	0.	0.

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
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. If none, enter "NONE."

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

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 N/A	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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	326,310.
b	Average of monthly cash balances		1b	27,198.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	353,508.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	353,508.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	5,303.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	348,205.
6	**Minimum investment return** Enter 5% of line 5		6	17,410.

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	17,410.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 190.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	190.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	17,220.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	17,220.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	17,220.

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	36,478.
b	Program-related investments - total from Part IX-B	1b	0.
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	36,478.
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.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	36,478.

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				17,220.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010 58,873.				
b From 2011 59,685.				
c From 2012 24,792.				
d From 2013 20,817.				
e From 2014 20,047.				
f **Total** of lines 3a through e	184,214.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 36,478.				
a Applied to 2014, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2015 distributable amount				17,220.
e Remaining amount distributed out of corpus	19,258.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	203,472.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
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.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2014. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				0.
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.			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7	58,873.			
9 **Excess distributions carryover to 2016** Subtract lines 7 and 8 from line 6a	144,599.			
10 Analysis of line 9:				
a Excess from 2011 59,685.				
b Excess from 2012 24,792.				
c Excess from 2013 20,817.				
d Excess from 2014 20,047.				
e Excess from 2015 19,258.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SCHEDULE ATTACHED	NONE	EXEMPT - PUBLIC CHARITIES	CHARITABLE	35,978.
Total			▶ 3a	35,978.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	2.	
4 Dividends and interest from securities			14	10,084.	
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	4,394.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		14,480.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	14,480.

(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).

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

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

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

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

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

Signature of officer or trustee: Joanna W Turner — Date: 8/23/16 — Title: VICE-PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BENJAMIN C. HAMRICK		08/10/16		P00295434

Firm's name ▶ JOHNSON PRICE SPRINKLE PA — Firm's EIN ▶ 56-1169449

Firm's address ▶ 79 WOODFIN PLACE, SUITE 300, ASHEVILLE, NC 28801 — Phone no 828-254-2374

Form **990-PF** (2015)

523622
11-24-15

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
UBS FINL SERVICES	2.	2.	
TOTAL TO PART I, LINE 3	2.	2.	

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
UBS FINL SERVICES	10,084.	0.	10,084.	10,084.	
TO PART I, LINE 4	10,084.	0.	10,084.	10,084.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	129.	129.		0.
TO FM 990-PF, PG 1, LN 16A	129.	129.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,750.	1,250.		500.
TO FORM 990-PF, PG 1, LN 16B	1,750.	1,250.		500.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	75.	75.		0.
TO FORM 990-PF, PG 1, LN 18	75.	75.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	3,326.	3,326.		0.
BANK CHARGES	183.	183.		0.
TO FORM 990-PF, PG 1, LN 23	3,509.	3,509.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	262,113.	303,794.
TOTAL TO FORM 990-PF, PART II, LINE 10B	262,113.	303,794.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	22,188.	27,393.
TOTAL TO FORM 990-PF, PART II, LINE 10C	22,188.	27,393.

MILLS FAMILY FOUNDATION, INC.
CHARITABLE DONATIONS
Y/E 5/31/2016

AB TECH FOUNDATION 340 VICTORIA RD., ASHEVILLE, NC 28801	1,500
AMERICAN RED CROSS 2025 E STREET, WASHINGTON, DC 20006	250
ASHEVILLE JEWISH COMMUNITY CENTER 236 CHARLOTTE ST, AVL, NC 28801	2,500
BOYS & GIRLS CLUB 750 HAYWOOD RD, AVL, NC 28806	280
BUNCOMBE COUNTY FIREFIGHTERS PO BOX 1809, CHANDLER, NC 28715	500
CAROLINA DAY SCHOOL 1345 HENDERSONVILLE RD, AVL, NC 28803	2,000
CHILD ABUSE PREVENTION SERVICES 50 S. FRENCH BROAD, ASHEVILLE, NC 28801	600
COMMUNITY FOUNDATION OF WNC WOMEN FOR WOMEN 4 VANDERBILT PARK DR, AVL, NC 28803	1,100
HABITAT FOR HUMANITY 33 MEADOW RD, ASHEVILLE, NC 28803	5,000
HAYWOOD STREET CONGREGATION 297 HAYWOOD ST, AVL, NC 28801	415
IRENE WORTHAM CENTER 916 W. CHAPEL RD, ASHEVILLE, NC 28803	1,500
JUNIOR ACHIEVEMENT PO BOX 2716, ASHEVILLE, NC 28802	600
KIWANIS CLUB OF NO BUNCOMBE PO BOX 2207, WEAVERVILLE, NC 28787	100
UNCA LEADERSHIP ASHEVILLE 1 UNIVERSITY HEIGHTS, AVL, NC 28804	600
LITERACY COUNCIL OF BUNCOMBE COUNTY 31 COLLEGE PL., ASHEVILLE NC 28801	500
MARCH OF DIMES 7 ROBERTS RD, ASHEVILLE, NC 28803	500
MISSION FOUNDATION PO BOX 5363, ASHEVILLE, NC 28813	5,000
MTN CHILD ADVOCACY CENTER 11 VANDERBILT PARK DRIVE, AVL, NC 28803	100
MTN AMATEUR ATHLETIC CLUB 4 VANDERBILT PARK DR, AVL, NC 28803	1,000
PRESERVATION SOCIETY OF AVL & BUNCOMBE CO PO BOX 2806, AVL,NC 28802	600
UNITED WAY 50 S. FRENCH BROAD, ASHEVILLE, NC 28801	7,500
WNC JEWISH FEDERATION PO BOX 7126, ASHEVILLE, NC 28802	500
YMCA 53 ASHLAND AVE, ASHEVILLE, NC 28801	3,333
	35,978

Your assets

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID) Cost basis has been automatically adjusted for amortization of bond premium using the constant yield method If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Adjusted cost basis ($)	Price on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
LAND O LAKES CAP TRST								
MW + 25 BP								
RATE 07 450% MATURES 03/15/28								
CALLABLE RULE 144A								
ACCRUED INTEREST $393 19								
CUSIP 514665AA6								
Moody Ba3 S&P BB								
EAI $1,863 Current yield 6 90%	Oct 10, 06	25,000 000	88 750	22,187 50	108 000	27,000 00	Corporate bonds and notes	
						393 19	Total accrued interest	
						27,393.19	**Total fixed income**	

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
AMERICAN TOWER CORP REIT -								
Symbol AMT Exchange NYSE								
EAI $161 Current yield 1 93%	Jul 19, 13	24 000	74 940	1,798 56	105 780	2,538 72	740 16	LT
	Jul 31, 13	10 000	70 265	702 65	105 780	1,057 80	355 15	LT
	Sep 6, 13	7 000	71 921	503 45	105 780	740 46	237 01	LT
	Oct 11, 13	8 000	74 383	595 07	105 780	846 24	251 17	LT
	Jan 8, 14	24 000	81 820	1,963 68	105 780	2,538 72	575 04	LT
	Dec 18, 14	6 000	98 423	590 54	105 780	634 68	44 14	LT
Security total		79 000	77 898	6,153 95		8,356 62	2,202 67	
ANHEUSER BUSCH INBEV SPON ADR								
Symbol BUD Exchange NYSE								
EAI $87 Current yield 2 55%	Mar 31, 14	16 000	105 938	1,695 01	126 220	2,019 52	324 51	LT
	Aug 18, 14	5 000	110 428	552 14	126 220	631 10	78 96	LT

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
	Dec 10, 14	6 000	113 556	681 34	126 220	757 32	75 98	LT
Security total		27 000	108 463	2,928 49		3,407 94	479 45	
APPLE INC								
Symbol AAPL Exchange OTC								
EAI $121 Current yield 2 29%	Jan 29, 15	29 000	118 167	3,426 85	99 860	2,895 94	-530 91	LT
	Feb 23, 15	24 000	132 492	3,179 83	99 860	2,396 64	-783 19	LT
Security total		53 000	124 654	6,606 68		5,292 58	-1,314 10	
AUTOMATIC DATA PROCESSNG INC								
Symbol ADP Exchange OTC								
EAI $193 Current yield 2 41%	Jul 19, 13	64 000	63 690	4,076 19	87 840	5,621 76	1,545 57	LT
	Jan 8, 14	26 000	70 030	1,820 78	87 840	2,283 84	463 06	LT
	Dec 10, 14	1 000	84 960	84 96	87 840	87 84	2 88	LT
Security total		91 000	65 735	5,981 93		7,993 44	2,011 51	
BANK OF NEW YORK MELLON CORP								
Symbol BK Exchange NYSE								
EAI $130 Current yield 1 62%	Mar 13, 15	85 000	40 554	3,447 12	42 060	3,575 10	127 98	LT
	Apr 22, 15	20 000	42 002	840 04	42 060	841 20	1 16	LT
	Aug 25, 15	7 000	39 902	279 32	42 060	294 42	15 10	ST
	Oct 20, 15	22 000	41 294	908 48	42 060	925 32	16 84	ST
	Nov 18, 15	12 000	43 879	526 55	42 060	504 72	-21 83	ST
	Feb 12, 16	45 000	33 654	1,514 47	42 060	1,892 70	378 23	ST
Security total		191 000	39 351	7,515 98		8,033 46	517 48	
C H ROBINSON WORLDWIDE INC NEW								
Symbol CHRW Exchange OTC								
EAI $88 Current yield 2 30%	Feb 4, 15	51 000	69 833	3,561 52	74 980	3,823 98	262 46	LT
COCA COLA CO COM								
Symbol KO Exchange NYSE								
EAI $213 Current yield 3 14%	Feb 27, 15	82 000	43 238	3,545 55	44 600	3,657 20	111 65	LT
	May 7, 15	45 000	40 808	1,836 36	44 600	2,007 00	170 64	LT
	Nov 19, 15	25 000	42 794	1,069 85	44 600	1,115 00	45 15	ST
Security total		152 000	42 446	6,451 76		6,779 20	327 44	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
COMCAST CORP NEW CL A								
Symbol CMCSA Exchange OTC								
EAI $139 Current yield 1 74%	Jul 19, 13	78 000	42 707	3,331 17	63 300	4,937 40	1,606.23	LT
	Oct 11, 13	9 000	44 195	397 76	63 300	569 70	171 94	LT
	Jan 8, 14	39 000	50 895	1,984.92	63 300	2,468 70	483 78	LT
Security total		126 000	45 348	5,713 85		7,975 80	2,261 95	
COSTCO WHOLESALE CORP								
Symbol COST Exchange OTC								
EAI $61 Current yield 1 21%	Apr 14, 14	7 000	112 147	785 03	148 770	1,041 39	256 36	LT
	May 20, 14	8 000	115 518	924 15	148 770	1,190 16	266 01	LT
	Nov 26, 14	2 000	139 935	279.87	148 770	297 54	17 67	LT
	Dec 10, 14	5 000	144 674	723 37	148 770	743 85	20 48	LT
	Dec 18, 14	7 000	140 175	981 23	148 770	1,041 39	60 16	LT
	Feb 23, 15	5 000	147 708	738 54	148 770	743 85	5 31	LT
Security total		34 000	130 359	4,432 19		5,058 18	625 99	
CVS HEALTH CORP								
Symbol CVS Exchange NYSE								
EAI $121 Current yield. 1 77%	Oct 5, 15	30 000	101 739	3,052 19	96 450	2,893 50	-158.69	ST
	Oct 30, 15	10 000	99 012	990 12	96 450	964 50	-25 62	ST
	Nov 17, 15	11 000	94 019	1,034 21	96 450	1,060 95	26 74	ST
	Dec 16, 15	16 000	95 444	1,527 11	96 450	1,543 20	16 09	ST
	Feb 9, 16	4 000	88 712	354 85	96 450	385 80	30 95	ST
Security total		71 000	98 007	6,958 48		6,847 95	-110 53	
DU PONT DE NEMOURS								
Symbol DD Exchange NYSE								
EAI· $114 Current yield 2 32%	Jul 19, 13	29 000	54 167	1,570 87	65 410	1,896 89	326 02	LT
	Dec 23, 13	39 000	59 555	2,322 66	65 410	2,550 99	228 33	LT
	Feb 12, 16	7 000	57 042	399 30	65 410	457 87	58 57	ST
Security total		75 000	57 238	4,292 83		4,905 75	612 92	
ECOLAB INC								
Symbol. ECL Exchange NYSE								
EAI· $83 Current yield 1 20%	Jun 30, 14	17 000	110 658	1,881 20	117 240	1,993 08	111 88	LT

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
	Sep 12, 14	13 000	115 866	1,506 26	117 240	1,524 12	17 86	LT
	Dec 10, 14	11 000	104 507	1,149 58	117 240	1,289 64	140 06	LT
	Dec 17, 14	8 000	103 427	827 42	117 240	937 92	110 50	LT
	Jan 29, 16	6 000	107 095	642 57	117 240	703 44	60 87	ST
	Mar 14, 16	4 000	103 540	414.16	117 240	468 96	54 80	ST
Security total		59 000	108 834	6,421 19		6,917 16	495 97	
EXXON MOBIL CORP								
Symbol XOM Exchange NYSE								
EAI $384 Current yield 3 37%	Jul 19, 13	89 000	95 116	8,465 40	89 020	7,922 78	-542 62	LT
	Dec 23, 13	39 000	98 529	3,842 66	89 020	3,471 78	-370 88	LT
Security total		128 000	96 157	12,308 06		11,394 56	-913 50	
GENL ELECTRIC CO								
Symbol GE Exchange NYSE								
EAI $196 Current yield 3 04%	Jul 19, 13	109 000	24 890	2,713 01	30 230	3,295 07	582 06	LT
	Dec 23, 13	104 000	27 406	2,850 32	30 230	3,143 92	293 60	LT
Security total		213 000	26 119	5,563 33		6,438 99	875 66	
HOME DEPOT INC								
Symbol HD Exchange NYSE								
EAI $179 Current yield 2 08%	Jul 19, 13	4 000	79 897	319 59	132 120	528 48	208 89	LT
	Oct 11, 13	9 000	75 988	683 90	132 120	1,189 08	505 18	LT
	Jan 8, 14	17 000	81 666	1,388 33	132 120	2,246 04	857 71	LT
	Mar 21, 14	7 000	80 997	566 98	132 120	924 84	357 86	LT
	Apr 22, 14	15 000	78 911	1,183 67	132 120	1,981 80	798 13	LT
	Dec 10, 14	7 000	99 938	699 57	132 120	924 84	225 27	LT
	Dec 10, 14	5 000	99 938	499 69	132 120	660 60	160 91	LT
	Feb 24, 15	1 000	117 460	117 46	132 120	132 12	14 66	LT
Security total		65 000	83 988	5,459 19		8,587 80	3,128 61	
INTEL CORP								
Symbol INTC Exchange OTC								
EAI $215 Current yield 3 29%	Jul 19, 13	97 000	22 887	2,220 09	31 590	3,064 23	844 14	LT
	Sep 4, 13	21 000	22 668	476 04	31 590	663 39	187 35	LT
	Jan 8, 14	89 000	25 330	2,254 37	31 590	2,811 51	557 14	LT
Security total		207 000	23 915	4,950 50		6,539 13	1,588 63	

continued next page

Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
INTL PAPER CO								
Symbol IP Exchange NYSE								
EAI $297 Current yield 4 17%	Jul 19, 13	42 000	46 913	1,970 37	42 160	1,770 72	-199 65	LT
	Jan 8, 14	48 000	48 234	2,315 25	42 160	2,023 68	-291 57	LT
	Oct 22, 15	24 000	42 493	1,019 85	42 160	1,011 84	-8 01	ST
	Nov 17, 15	22 000	41 491	912 81	42 160	927 52	14 71	ST
	Feb 12, 16	33 000	33 981	1,121 39	42 160	1,391 28	269 89	ST
Security total		169 000	43 430	7,339 67		7,125 04	-214 63	
JOHNSON & JOHNSON COM								
Symbol JNJ Exchange NYSE								
EAI $243 Current yield 2 84%	Jul 19, 13	46 000	92 216	4,241 97	112 690	5,183 74	941 77	LT
	Dec 23, 13	25 000	91 817	2,295 44	112 690	2,817 25	521 81	LT
	Feb 6, 15	5 000	102 176	510 88	112 690	563 45	52 57	LT
Security total		76 000	92 741	7,048 29		8,564 44	1,516 15	
KIMBERLY CLARK CORP								
Symbol KMB Exchange NYSE								
EAI $166 Current yield 2 90%	Jul 19, 13	5 000	95 042	475 21	127 040	635.20	159 99	LT
	Aug 22, 13	13 000	91 002	1,183 03	127 040	1,651 52	468 49	LT
	Dec 23, 13	24 000	100 199	2,404 78	127 040	3,048 96	644 18	LT
	Dec 14, 15	3 000	121 763	365 29	127 040	381 12	15 83	ST
Security total		45 000	98 407	4,428 31		5,716 80	1,288 49	
MCDONALDS CORP								
Symbol MCD Exchange NYSE								
EAI $128 Current yield 2 91%	Oct 14, 15	30 000	104 015	3,120 46	122 060	3,661 80	541 34	ST
	Nov 17, 15	6 000	111 296	667 78	122 060	732 36	64 58	ST
Security total		36 000	105 229	3,788 24		4,394 16	605 92	
MERCK & CO INC NEW COM								
Symbol MRK Exchange NYSE								
EAI $265 Current yield 3 27%	Dec 10, 10	29 000	35 808	1,038 46	56 260	1,631 54	593 08	LT
	Feb 3, 11	115 000	32 754	3,766 81	56 260	6,469 90	2,703 09	LT
Security total		144 000	33 370	4,805.27		8,101 44	3,296 17	

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
METLIFE INC								
Symbol MET Exchange NYSE								
EAI $277 Current yield 3 52%	Jul 19, 13	74 000	48 700	3,603 80	45 550	3,370 70	-233 10	LT
	Sep 4, 13	21 000	48 900	1,026 90	45 550	956 55	-70 35	LT
	Jan 8, 14	40 000	53 999	2,159 99	45 550	1,822 00	-337 99	LT
	Mar 21, 14	6 000	54 155	324 93	45 550	273 30	-51 63	LT
	Dec 18, 14	24 000	53 280	1,278 73	45 550	1,093 20	-185 53	LT
	Mar 11, 16	8 000	43 962	351 70	45 550	364 40	12 70	ST
Security total		173 000	50 555	8,746 05		7,880 15	-865 90	
MICROSOFT CORP								
Symbol MSFT Exchange OTC								
EAI $176 Current yield 2 72%	Jul 19, 13	32 000	31 225	999 22	53 000	1,696 00	696 78	LT
	Jan 8, 14	51 000	35 660	1,818 66	53 000	2,703 00	884 34	LT
	Jan 29, 15	35 000	41 729	1,460 54	53 000	1,855 00	394 46	LT
	May 25, 16	4 000	51 975	207 90	53 000	212 00	4 10	ST
Security total		122 000	36 773	4,486 32		6,466 00	1,979 68	
NESTLE S A SPONSORED ADR								
REPSTG REG SHS SWITZ ADR								
Symbol NSRGY Exchange OTC								
EAI $218 Current yield 2 63%	Jul 19, 13	63 000	67 300	4,239 90	73 900	4,655 70	415 80	LT
	Jan 7, 14	38 000	73 628	2,797 89	73 900	2,808 20	10 31	LT
	Feb 19, 15	11 000	75 986	835 85	73 900	812 90	-22 95	LT
Security total		112 000	70 300	7,873 64		8,276 80	403.16	
NEXTERA ENERGY INC COM								
Symbol NEE Exchange NYSE								
EAI $146 Current yield 2 89%	Jul 19, 13	20 000	85 030	1,700 60	120 120	2,402 40	701 80	LT
	Jan 8, 14	22 000	85 250	1,875 50	120 120	2,642 64	767 14	LT
Security total		42 000	85 145	3,576 10		5,045 04	1,468 94	
PEPSICO INC								
Symbol PEP Exchange NYSE								
EAI $187 Current yield 2 98%	Jul 19, 13	28 000	86 130	2,411 64	101 170	2,832 76	421 12	LT
	Jan 8, 14	15 000	83 010	1,245 15	101 170	1,517 55	272 40	LT
	Dec 10, 14	1 000	97 040	97 04	101 170	101 17	4 13	LT

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
	Dec 18, 14	11 000	94 330	1,037 63	101 170	1,112 87	75 24	LT
	Jan 29, 15	7 000	95 741	670 19	101 170	708 19	38 00	LT
Security total		62 000	88 091	5,461 65		6,272 54	810 89	
PFIZER INC								
Symbol PFE Exchange NYSE								
EAI $181 Current yield 3 45%	Nov 25, 15	100 000	32 740	3,274.06	34 700	3,470 00	195 94	ST
	Feb 9, 16	25 000	28 615	715 38	34 700	867 50	152 12	ST
	Feb 12, 16	20 000	29 240	584 80	34 700	694 00	109 20	ST
	Mar 11, 16	6 000	30 253	181 52	34 700	208 20	26 68	ST
Security total		151 000	31 495	4,755 76		5,239 70	483 94	
PPG INDUSTRIES INC								
Symbol PPG Exchange NYSE								
EAI $110 Current yield 1 48%	Dec 20, 13	58 000	93 310	5,411 98	107 680	6,245 44	833 46	LT
	Aug 12, 15	3 000	103 540	310 62	107 680	323 04	12 42	ST
	Jan 27, 16	8 000	94 005	752 04	107 680	861 44	109 40	ST
Security total		69 000	93 835	6,474.64		7,429 92	955 28	
PROCTER & GAMBLE CO								
Symbol PG Exchange NYSE								
EAI $129 Current yield 3 32%	Jul 19, 13	18 000	81 186	1,461 36	81 040	1,458 72	-2 64	LT
	Dec 23, 13	20 000	81 240	1,624 80	81 040	1,620 80	-4 00	LT
	Jan 8, 14	10 000	80 184	801 84	81 040	810 40	8 56	LT
Security total		48 000	81 000	3,888 00		3,889 92	1 92	
RAYTHEON CO NEW								
Symbol RTN Exchange NYSE								
EAI $108 Current yield 2 25%	Jul 19, 13	7 000	69 720	488 04	129 670	907 69	419 65	LT
	Sep 4, 13	9 000	76 393	687 54	129 670	1,167 03	479 49	LT
	Jan 8, 14	21 000	88 680	1,862 28	129 670	2,723 07	860 79	LT
Security total		37 000	82 104	3,037 86		4,797 79	1,759 93	
SCHLUMBERGER LTD NETHERLANDS ANTILLES								
Symbol SLB Exchange NYSE								
EAI $196 Current yield 2 62%	Jul 19, 13	34 000	82 925	2,819 46	76 300	2,594 20	-225.26	LT
	Sep 6, 13	2 000	85 185	170 37	76 300	152 60	-17 77	LT

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
	Oct 2, 13	19 000	89 253	1,695 81	76 300	1,449 70	-246 11	LT
	Dec 23, 13	43 000	87 395	3,758 00	76 300	3,280 90	-477 10	LT
Security total		98 000	86 160	8,443 64		7,477 40	-966 24	
SPECTRA ENERGY CORP								
Symbol SE Exchange NYSE								
EAI $356 Current yield 5 08%	Jul 19, 13	104 000	36 270	3,772 08	31 860	3,313 44	-458 64	LT
	Dec 23, 13	75 000	34 457	2,584 29	31 860	2,389 50	-194 79	LT
	Dec 18, 14	41 000	35 432	1,452 72	31 860	1,306 26	-146 46	LT
Security total		220 000	35 496	7,809 09		7,009 20	-799 89	
SYSCO CORP								
Symbol SYY Exchange NYSE								
EAI $165 Current yield 2 58%	Aug 24, 15	75 000	39 217	2,941 33	48 110	3,608 25	666 92	ST
	Nov 19, 15	42 000	41 514	1,743 61	48 110	2,020 62	277 01	ST
	Dec 14, 15	16 000	41 001	656 03	48 110	769 76	113 73	ST
Security total		133 000	40 158	5,340 97		6,398 63	1,057 66	
TEXAS INSTRUMENTS								
Symbol TXN Exchange OTC								
EAI $150 Current yield 2 50%	Jul 19, 13	59 000	37 205	2,195 12	60 600	3,575 40	1,380 28	LT
	Jan 8, 14	21 000	43 100	905 10	60 600	1,272 60	367 50	LT
	Aug 25, 15	17 000	46 067	783 15	60 600	1,030 20	247 05	ST
	Feb 10, 16	2 000	51 030	102 06	60 600	121 20	19 14	ST
Security total		99 000	40 257	3,985 43		5,999 40	2,013 97	
TIFFANY & CO NEW								
Symbol TIF Exchange NYSE								
EAI $43 Current yield 2 89%	May 13, 16	24 000	65 259	1,566 22	61 960	1,487 04	-79 18	ST
TIME WARNER INC NEW								
Symbol TWX Exchange NYSE								
EAI. $166 Current yield 2 13%	Jul 19, 13	50 000	59 207	2,960 37	75 660	3,783 00	822 63	LT
	Oct 11, 13	2 000	64 765	129 53	75 660	151 32	21 79	LT
	Dec 23, 13	38 000	65 830	2,501 57	75 660	2,875 08	373 51	LT
	Jan 7, 14	13 000	65 081	846 06	75 660	983 58	137 52	LT
Security total		103 000	62 500	6,437 53		7,792 98	1,355 45	

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
TRAVELERS COS INC/THE								
Symbol TRV Exchange NYSE								
EAI $147 Current yield 2 34%	Jul 19, 13	30 000	84 680	2,540 40	114 140	3,424 20	883 80	LT
	Jan 8, 14	25 000	87 580	2,189.50	114 140	2,853 50	664 00	LT
Security total		55 000	85 998	4,729 90		6,277 70	1,547 80	
UNION PACIFIC CORP								
Symbol UNP Exchange NYSE								
EAI $139 Current yield 2 62%	Jul 19, 13	12 000	81 455	977 46	84 190	1,010 28	32 82	LT
	Aug 28, 13	16 000	76 582	1,225 32	84 190	1,347 04	121 72	LT
	Sep 9, 13	6 000	78 375	470 25	84 190	505 14	34 89	LT
	Jan 8, 14	24 000	83 430	2,002 32	84 190	2,020 56	18 24	LT
	Mar 13, 14	2 000	94 400	188 80	84 190	168 38	-20 42	LT
	Aug 18, 14	3 000	103 760	311 28	84 190	252 57	-58 71	LT
Security total		63 000	82 150	5,175 43		5,303 97	128 54	
UNITED PARCEL SERVICE INC CL B								
Symbol UPS Exchange NYSE								
EAI $222 Current yield 3 03%	Jul 19, 13	52 000	87 776	4,564 39	103.090	5,360.68	796.29	LT
	Jan 8, 14	19 000	101 950	1,937 05	103 090	1,958 71	21 66	LT
Security total		71 000	91 570	6,501 44		7,319 39	817 95	
UNITEDHEALTH GROUP INC								
Symbol UNH Exchange NYSE								
EAI $56 Current yield 1 50%	Jun 2, 09	28 000	28 268	791 52	133 670	3,742 76	2,951 24	LT
VERIZON COMMUNICATIONS INC								
Symbol. VZ Exchange NYSE								
EAI $330 Current yield 4 44%	Jul 19, 13	81.000	49 806	4,034 35	50 900	4,122 90	88 55	LT
	Dec 23, 13	65 000	48 657	3,162 74	50 900	3,308 50	145 76	LT
Security total		146 000	49 295	7,197 09		7,431 40	234 31	
WAL MART STORES INC								
Symbol WMT Exchange NYSE								
EAI $144 Current yield 2 83%	Jul 19, 13	18 000	77 926	1,402 68	70 780	1,274 04	-128 64	LT
	Sep 10, 13	18 000	74 132	1,334 38	70 780	1,274 04	-60 34	LT
	Dec 23, 13	36 000	77 780	2,800 08	70 780	2,548 08	-252 00	LT
Security total		72 000	76 905	5,537 14		5,096 16	-440 98	

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
WALT DISNEY CO (HOLDING CO)								
DISNEY COM								
Symbol DIS Exchange NYSE								
EAI $67 Current yield 1 44%	Aug 28, 13	4 000	60 992	243 97	99 220	396 88	152 91	LT
	Sep 4, 13	19 000	61 037	1,159 72	99 220	1,885 18	725 46	LT
	Jan 8, 14	20 000	75 377	1,507 54	99 220	1,984 40	476 86	LT
	Mar 11, 16	4 000	97 952	391.81	99 220	396 88	5 07	ST
Security total		47 000	70 277	3,303 04		4,663 34	1,360 30	
WASTE MGMT INC NEW								
Symbol WM Exchange NYSE								
EAI $164 Current yield 2 69%	Jul 19, 13	31 000	42 356	1,313 06	60 950	1,889 45	576 39	LT
	Jan 8, 14	55 000	43 939	2,416 69	60 950	3,352 25	935 56	LT
	Jul 16, 15	14 000	48 876	684 27	60 950	853 30	169 03	ST
Security total		100 000	44 140	4,414 02		6,095 00	1,680 98	
WEC ENERGY GROUP INC COM								
Symbol WEC Exchange NYSE								
EAI $197 Current yield 2 80%	Jul 19, 13	45 000	43 326	1,949 70	60 140	2,706 30	756 60	LT
	Jan 8, 14	50 000	40 720	2,050 12 [2]	60 140	3,007 00	956 88	LT
	Aug 7, 14	22 000	43 054	947 19	60 140	1,323 08	375 89	LT
Security total		117 000	42 282	4,947 01		7,036 38	2,089 37	
WEYERHAEUSER CO								
Symbol WY Exchange NYSE								
EAI $260 Current yield 3 93%	Jul 19, 13	82 000	29 766	2,440 88	31 500	2,583 00	142 12	LT
	Aug 28, 13	23 000	27 653	636 02	31 500	724 50	88 48	LT
	Jan 8, 14	42 000	30 810	1,294 02	31 500	1,323 00	28 98	LT
	Nov 26, 14	1 000	35 460	35 46	31 500	31 50	-3 96	LT
	Dec 10, 14	19 000	36 457	692 69	31 500	598 50	-94 19	LT
	Nov 3, 15	43 000	31 148	1,339 40	31 500	1,354 50	15 10	ST
Security total		210 000	30 659	6,438 47		6,615 00	176 53	
ZOETIS INC								
Symbol ZTS Exchange NYSE								
EAI. $34 Current yield 0 80%	Jan 8, 16	32 000	46 698	1,494 35	47 420	1,517 44	23 09	ST
	Feb 9, 16	39 000	40 049	1,561 92	47 420	1,849 38	287 46	ST

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Your assets › **Equities** › **Common stock** (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share ($)	Cost basis ($)	Price per share on May 31 ($)	Value on May 31 ($)	Unrealized gain or loss ($)	Holding period
	Mar 30, 16	19 000	43 984	835 70	47 420	900 98	65 28	ST
Security total		90 000	43 244	3,891 97		4,267 80	375 83	
3M CO								
Symbol MMM Exchange NYSE								
EAI $164 Current yield 2 63%	Jul 19, 13	12 000	116 325	1,395 91	168 320	2,019 84	623 93	LT
	Aug 22, 13	10 000	114 670	1,146 70	168 320	1,683 20	536 50	LT
	Jan 8, 14	15 000	136 770	2,051 55	168 320	2,524 80	473 25	LT
Security total		37 000	124 166	4,594 16		6,227 84	1,633 68	
Total				**$262,113.80**		**$303,793.67**	**$41,679.87**	

Total estimated annual income: $8,116

[2] Value has been adjusted to include the amount of the disallowed loss as a result of a Wash Sale transaction

Your total assets

		Value on May 31 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	**11,693.18**	**3.71%**	**11,693.18**		
Equities	**Common stock**	**303,793.67**	**96.29%**	**262,113.80**	**8,116.00**	**41,679.87**
Total		**$315,486.85**	**100.00%**	**$273,806.98**	**$8,116.00**	**$41,679.87**

Account activity this month

For more information about the price/value shown for restricted securities, see *Important information about your statement* at the end of this document

Date	Activity	Description	Your expense code	Quantity/ Face value	Price/Value ($)	Cash amount ($)	Cash and money balance ($)
Apr 29		**Cash and money balance**					**$11,668.67**
May 2	Dividend	CVS HEALTH CORP PAID ON 71				30 18	
May 2	Dividend	VERIZON COMMUNICATIONS INC PAID ON 146				82 49	11,781 34
May 6	Interest	UBS BANK USA BUSINESS ACCOUNT AS OF 05/05/16				21	11,781 55
May 12	Dividend	APPLE INC PAID ON 53				30 21	
May 12	Dividend	RAYTHEON CO NEW PAID ON 37				27 10	11,838 86

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