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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 ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning JUL 1, 2015, and ending JUN 30, 2016

Name of foundation CONNIE HILLMAN FAMILY FOUNDATION C/O LARRY R. ADAMSON		A Employer identification number 45-3758612
Number and street (or P.O. box number if mail is not delivered to street address) 3430 E. SUNRISE DR.	Room/suite 200	B Telephone number (520) 792-1181
City or town, state or province, country, and ZIP or foreign postal code TUCSON, AZ 85718		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,536,433.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		2,342,090.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		87,760.	87,760.		STATEMENT 1
4 Dividends and interest from securities		7,263.	7,263.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-488,689.			
b Gross sales price for all assets on line 6a	10,188,319.				
7 Capital gain net income (from Part IV, line 2)					
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		1,948,424.	95,023.		
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	43,611.	8,723.		34,888.
b Accounting fees	STMT 4	4,500.	900.		3,600.
c Other professional fees	STMT 5	69,988.	69,988.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	2,113.	2,113.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		120,212.	81,724.		38,488.
25 Contributions, gifts, grants paid		1,605,986.			1,605,986.
26 Total expenses and disbursements. Add lines 24 and 25		1,726,198.	81,724.		1,644,474.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		222,226.			
b Net investment income (if negative, enter -0-)			13,299.		
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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	9,825,260.	9,911,632.	9,911,632.
	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	0.	82,029.	77,059.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 8		463,958.	517,783.	547,742.
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)		10,289,218.	10,511,444.	10,536,433.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	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	10,289,218.	10,511,444.		
30 Total net assets or fund balances	10,289,218.	10,511,444.		
31 Total liabilities and net assets/fund balances	10,289,218.	10,511,444.		

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	10,289,218.
2 Enter amount from Part I, line 27a	2	222,226.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,511,444.
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	10,511,444.

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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			
b SEE ATTACHED STATEMENTS			
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 10,188,319.		10,677,008.	-488,689.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			-488,689.

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	-488,689.
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	685,874.	9,991,945.	.068643
2013	329,537.	9,839,671.	.033491
2012	107,326.	9,374,695.	.011448
2011			
2010			

2 Total of line 1, column (d)	2	.113582
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	.037861
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	10,112,048.
5 Multiply line 4 by line 3	5	382,852.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	133.
7 Add lines 5 and 6	7	382,985.
8 Enter qualifying distributions from Part XII, line 4	8	1,644,474.

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.

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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)		1	133.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	133.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	133.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	596.	
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	596.	
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	463.	
11 Enter the amount of line 10 to be: Credited to 2016 estimated tax ☒ 463. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 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?	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) ☒ AZ		
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

N/A

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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? Website address ► NONE	13	X	
14 The books are in care of ► LARRY R. ADAMSON Telephone no. ► (520) 792-1181 Located at ► 3430 E. SUNRISE DR., STE. 200, TUCSON, AZ ZIP+4 ► 85718			
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	
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	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
1a During the year did the foundation (either directly or indirectly):			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☒ Yes ☐ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.)	N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	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

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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
EMORY A. HILLMAN 106 26TH STREET NEWPORT BEACH, CA 92660	DIRECTOR, PRESIDENT &	TREA		
LARRY R. ADAMSON 3430 E. SUNRISE, #200 TUCSON, AZ 85718	DIRECTOR, VICE PRES &	SECY		
FEEES PAID TO THE LAW FIRM OF LARRY R. ADAMSON ARE ON PART I LNS 16A&16B TUCSON, AZ 85718	DIRECTOR, VICE PRES &	SECY		

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MISSION MANAGEMENT & TRUST 3567 E SUNRISE DR #235, TUCSON, AZ 85718	INVESTMENT SERVICES	69,988.

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,388,120.
b	Average of monthly cash balances	1b	8,877,919.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,266,039.
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	10,266,039.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	153,991.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,112,048.
6	Minimum investment return. Enter 5% of line 5	6	505,602.

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	505,602.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	133.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	133.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	505,469.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	505,469.
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	505,469.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,644,474.
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	1,644,474.
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	133.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,644,341.

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				505,469.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			261,473.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,644,474.				
a Applied to 2014, but not more than line 2a			261,473.	
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				505,469.
e Remaining amount distributed out of corpus	877,532.			
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	877,532.			
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	0.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	877,532.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015	877,532.			

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				
ARIZONA CHILDREN'S ASSOCIATION 2700 S 8TH AVENUE TUCSON, AZ 85713		PVTNONPROFIT	FOR ASSISTANCE TO INDIGENT FAMILIES	40,000.
BIG BROTHERS - BIG SISTERS OF TUCSON 160 E ALAMEDA STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR MENTORING SERVICES TO CHILDREN	20,000.
BIO 5 INSTITUTE P. O. BOX 210240 TUCSON, AZ 85721		PVTNONPROFIT	FOR HIGH SCHOOL INTERNSHIP PROGRAM	5,000.
BLAIR CHAIRTY GROUP P. O. BOX 65331 TUCSON, AZ 85728		PVTNONPROFIT	FOR PROGRAMS ASSISTING INDIGENT YOUNG PEOPLE	10,000.
BOY SCOUTS OF AMERICA - CATALINA COUNCIL 5049 E BROADWAY BLVD TUCSON, AZ 85711		PVTNONPROFIT	FOR SCOUT PROGRAMS FOR BOYS	20,000.
Total	SEE CONTINUATION SHEET(S)			1,605,986.
b Approved for future payment				
NONE				
Total				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	87,760.	
4 Dividends and interest from securities			14	7,263.	
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					-488,689.
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.		95,023.	-488,689.
13 Total. Add line 12, columns (b), (d), and (e)					-393,666.

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

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

[illegible]

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

		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.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				DIRECTOR, VICE PRESIDENT	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No	
	Signature of officer or trustee <i>Larry R. Adamson</i>		Date 11-10-16				Title
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date	Check ☐ if self-employed	PTIN
	LARRY R. ADAMSON		<i>Larry R. Adamson, CPA</i>		11/10/16		P00731642
	Firm's name ▶ DUFFIELD ADAMSON & HELENBOLT PC					Firm's EIN ▶ 86-0282538	
	Firm's address ▶ 3430 E SUNRISE DR SUITE 200 TUCSON, AZ 85718-3236					Phone no. (520) 792-1181	

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	23,350 SHS PROSHARES TR SP 500	P	07/24/15	08/07/15
b	7,715 SHS PROSHARES TR SP 500	P	08/21/15	11/18/15
c	3,480 SHS PROSHARES TR SP 500	P	08/24/15	11/18/15
d	5,710 SHS PROSHARES TR SP 500	P	09/02/15	11/18/15
e	6,875 SHS PROSHARES TR SP 500	P	09/09/15	11/18/15
f	23,350 SHS PROSHARES TR SP 500	P	12/02/15	12/15/15
g	34,265 SHS PROSHARES TR SP 500	P	12/16/15	12/28/15
h	17,510 SHS PROSHARES TR NW14	P	07/24/15	08/07/15
i	14,730 SHS PROSHARES TR NW14	P	08/21/15	11/18/15
j	1,780 SHS PROSHARES TR NW14	P	08/24/15	11/18/15
k	3,750 SHS PROSHARES TR NW14	P	09/02/15	11/18/15
l	4,635 SHS PROSHARES TR NW14	P	09/09/15	11/18/15
m	20,290 SHS PROSHARES TR NW14	P	12/02/15	12/15/15
n	27,225 SHS PROSHARES TR NW14	P	12/16/15	12/28/15
o	9,295 SHS PROSHARES TR QOO	P	07/24/15	08/07/15

(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 520,086.		521,116.	-1,030.
b 150,244.		173,935.	-23,691.
c 67,770.		88,578.	-20,808.
d 111,198.		132,678.	-21,480.
e 133,885.		157,402.	-23,517.
f 504,902.		494,122.	10,780.
g 677,756.		676,521.	1,235.
h 394,542.		385,884.	8,658.
i 87,201.		128,335.	-41,134.
j 32,815.		62,909.	-30,094.
k 69,134.		98,512.	-29,378.
l 85,449.		116,543.	-31,094.
m 374,680.		365,186.	9,494.
n 504,710.		500,668.	4,042.
o 307,441.		302,382.	5,059.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1,030.
b			-23,691.
c			-20,808.
d			-21,480.
e			-23,517.
f			10,780.
g			1,235.
h			8,658.
i			-41,134.
j			-30,094.
k			-29,378.
l			-31,094.
m			9,494.
n			4,042.
o			5,059.

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 }

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

2

3

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	2,690 SHS PROSHARES TR QQQ	P	08/21/15	11/18/15
b	1,200 SHS PROSHARES TR QQQ	P	08/24/15	11/18/15
c	2,090 SHS PROSHARES TR QQQ	P	09/02/15	11/18/15
d	2,545 SHS PROSHARES TR QQQ	P	09/09/15	11/18/15
e	9,930 SHS PROSHARES TR QQQ	P	12/02/15	12/15/15
f	13,380 SHS PROSHARES TR QQQ	P	12/16/15	12/28/15
g	12,560 SHS PROSHARES TR SHORT S	P	07/24/15	08/07/15
h	3,670 SHS PROSHARES TR SHORT S	P	08/21/15	11/18/15
i	1,520 SHS PROSHARES TR SHORT S	P	08/24/15	11/18/15
j	2,705 SHS PROSHARES TR SHORT S	P	09/02/15	11/18/15
k	3,290 SHS PROSHARES TR SHORT S	P	09/09/15	11/18/15
l	13,220 SHS PROSHARES TR SHORT S	P	12/02/15	12/15/15
m	17,765 SHS PROSHARES TR SHORT S	P	12/16/15	12/28/15
n	268 SHS ALASKA AIR GROUP INC	P	02/08/16	02/24/16
o	140 SHS ALASKA AIR GROUP INC	P	02/08/16	03/11/16

(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 78,846.		100,821.	-21,975.
b 35,173.		51,421.	-16,248.
c 61,260.		77,080.	-15,820.
d 74,596.		91,509.	-16,913.
e 292,459.		286,983.	5,476.
f 395,398.		392,560.	2,838.
g 426,841.		427,518.	-677.
h 112,454.		142,338.	-29,884.
i 46,575.		68,538.	-21,963.
j 82,885.		109,202.	-26,317.
k 100,810.		129,435.	-28,625.
l 419,426.		405,726.	13,700.
m 557,111.		555,265.	1,846.
n 19,494.		16,629.	2,865.
o 11,190.		8,687.	2,503.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-21,975.
b			-16,248.
c			-15,820.
d			-16,913.
e			5,476.
f			2,838.
g			-677.
h			-29,884.
i			-21,963.
j			-26,317.
k			-28,625.
l			13,700.
m			1,846.
n			2,865.
o			2,503.

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

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

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	5,493 SHS ALTRIA GROUP INC	P	12/08/15	12/30/15
b	2,125 SHS ANALOG DEVICES INC	P	01/08/16	01/15/16
c	64 SHS APPLE INC	P	12/18/15	04/04/16
d	931 SHS APPLE INC	P	12/18/15	05/18/16
e	20 SHS APPLE INC	P	12/21/15	05/18/16
f	810 SHS FEDEX CORP	P	01/13/16	03/15/16
g	15 SHS FEDEX CORP	P	01/15/16	03/15/16
h	25 SHS FEDEX CORP	P	01/20/16	03/15/16
i	1,070 SHS GILEAD SCIENCES INC	P	09/25/15	05/18/16
j	20 SHS GILEAD SCIENCES INC	P	09/29/15	05/18/16
k	1770 SHS GROUP 1 AUTOMOTIVE INC	P	01/08/16	02/23/16
l	25 SHS GROUP 1 AUTOMOTIVE INC	P	01/13/16	02/23/16
m	65 SHS GROUP 1 AUTOMOTIVE INC	P	01/19/16	02/23/16
n	75 SHS GROUP 1 AUTOMOTIVE INC	P	01/20/16	02/23/16
o	10 SHS GROUP 1 AUTOMOTIVE INC	P	01/28/16	02/23/16

(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 322,902.		318,924.	3,978.
b 104,884.		106,356.	-1,472.
c 7,099.		6,787.	312.
d 87,805.		98,731.	-10,926.
e 1,886.		2,114.	-228.
f 115,483.		106,150.	9,333.
g 2,139.		1,922.	217.
h 3,564.		3,114.	450.
i 88,321.		107,048.	-18,727.
j 1,651.		1,893.	-242.
k 94,115.		106,252.	-12,137.
l 1,329.		1,478.	-149.
m 3,456.		3,717.	-261.
n 3,988.		4,133.	-145.
o 532.		547.	-15.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,978.
b			-1,472.
c			312.
d			-10,926.
e			-228.
f			9,333.
g			217.
h			450.
i			-18,727.
j			-242.
k			-12,137.
l			-149.
m			-261.
n			-145.
o			-15.

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 }

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

2

3

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	100 SHS GROUP 1 AUTOMOTIVE INC	P	02/03/16	02/23/16
b	1,360 SHS ISHARES TR RUS 2000	P	12/07/15	12/30/15
c	3,042 SHS LILLY ELI & CO	P	12/08/15	12/30/15
d	1,050 SHS LOCKHEED MARTIN CORP	P	12/08/15	12/30/15
e	140 SHS LOCKHEED MARTIN CORP	P	12/23/15	12/30/15
f	315 SHS PENSKE AUTOMOTIVE GRP INC	P	01/19/16	02/11/16
g	330 SHS PENSKE AUTOMOTIVE GRP INC	P	01/20/16	02/11/16
h	1,035 SHS PENSKE AUTOMOTIVE GRP INC	P	01/28/16	02/11/16
i	6,370 SHS PROSHARES TR SP500	P	01/08/16	01/25/16
j	6,270 SHS PROSHARES TR SP500	P	01/11/16	03/01/16
k	13,755 SHS PROSHARES TR SP500	P	02/01/16	03/01/16
l	4,625 SHS PROSHARES TR NW14	P	01/08/16	01/25/16
m	4,870 SHS PROSHARES TR NW14	P	01/11/16	03/01/16
n	9,995 SHS PROSHARES TR NW14	P	02/01/16	03/01/16
o	2,430 SHS PROSHARES TR QQQ	P	01/08/16	01/25/16

(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 5,317.		5,209.	108.
b 192,343.		196,255.	-3,912.
c 262,325.		263,498.	-1,173.
d 230,829.		229,467.	1,362.
e 30,777.		30,487.	290.
f 9,840.		10,096.	-256.
g 10,309.		10,412.	-103.
h 32,331.		31,619.	712.
i 146,509.		142,274.	4,235.
j 138,751.		150,595.	-11,844.
k 284,006.		303,390.	-19,384.
l 106,743.		105,265.	1,478.
m 100,846.		111,202.	-10,356.
n 206,972.		225,096.	-18,124.
o 83,392.		82,410.	982.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			108.
b			-3,912.
c			-1,173.
d			1,362.
e			290.
f			-256.
g			-103.
h			712.
i			4,235.
j			-11,844.
k			-19,384.
l			1,478.
m			-10,356.
n			-18,124.
o			982.

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

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

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 2,565 SHS PROSHARES TR QQQ		P	01/11/16	03/01/16
b 5,195 SHS PROSHARES TR QQQ		P	02/01/16	03/01/16
c 3,120 SHS PROSHARES TR SHORT S		P	01/08/16	01/25/16
d 3,285 SHS PROSHARES TR SHORT S		P	02/01/16	03/01/16
e 6,815 SHS PROSHARES TR SHORT S		P	02/01/16	03/01/16
f 135 SHS ETF SPDR GOLD TRUST		P	12/18/12	02/05/16
g 180 SHS ETF SPDR GOLD TRUST		P	12/18/12	02/11/16
h 238 SHS ETF SPDR GOLD TRUST		P	12/18/12	04/29/16
i				
j				
k				
l				
m				
n				
o				

(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 82,473.		87,595.	-5,122.
b 167,036.		176,001.	-8,965.
c 122,206.		116,574.	5,632.
d 108,748.		123,412.	-14,664.
e 225,606.		249,300.	-23,694.
f 15,110.		21,776.	-6,666.
g 21,299.		29,035.	-7,736.
h 29,066.		38,391.	-9,325.
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-5,122.
b			-8,965.
c			5,632.
d			-14,664.
e			-23,694.
f			-6,666.
g			-7,736.
h			-9,325.
i			
j			
k			
l			
m			
n			
o			

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	-488,689.
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

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

45-3758612

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CASA DE LOS NINOS 11101 N 4TH AVENUE TUCSON, AZ 85703		PVTNONPROFIT	FOR CHILD WELL BEING AND FAMILY STABILITY SERVICES	20,000.
CHILD & FAMILY RESOURCES 2800 E BROADWAY BLVD TUCSON, AZ 85716		PVTNONPROFIT	FOR MENTORS FOR MOMS, GIRRLS (STEM), FOR ASSISTANCE TO INDIGENT FAMILIES	20,000.
CHRISTIAN YOUTH THEATER 710 S KOLB ROAD TUCSON, AZ 85710		PVTNONPROFIT	FOR YOUTH ART EDUCATION	1,000.
DIAPER BANK OF SOUTHERN ARIZONA 4500 E SPEEDWAY BLVD TUCSON, AZ 85712		PVTNONPROFIT	FOR INFANT CARE FOR INDIGENT FAMILIES	10,000.
EDUCATIONAL ENRICHMENT FOUNDATION 3809 E THIRD STREET TUCSON, AZ 85716		PVTNONPROFIT	FOR EDUCATION PROGRAMS FOR LOW INCOME FAMILIES	20,000.
EMERGE! CENTER AGAINST DOMESTIC ABUSE 2545 E ADAMS STREET TUCSON, AZ 85716		PVTNONPROFIT	FOR ASSISTANCE TO FAMILIES IN ABUSIVE SITUATIONS	50,000.
INTERNATIONAL RESCUE COMMITTEE - TUCSON 3100 N CAMPBELL AVE STE 101 TUCSON, AZ 85719		PVTNONPROFIT	FOR ASSISTANCE TO INDIGENT FAMILIES	10,000.
MINI-TIME MACHINE MINI MUSEUM 4455 E CAMP LOWELL DRIVE TUCSON, AZ 85712		PVTNONPROFIT	FOR SUPPORT OF THE ARTS FOR CHILDREN	5,000.
9 QUEENS P O BOX 41838 TUCSON, AZ 85717		PVTNONPROFIT	FOR PROGRAMS ASSISTING CHILDREN AS SPONSORS OF CHESS FEST 2015	5,000.
OUR FAMILY SERVICES - NEW BEGINNINGS SHELTER 2590 N ALVERNON WAY TUCSON, AZ 85712		PVTNONPROFIT	FOR ASSISTANCE TO INDIGENT FAMILIES	30,000.
Total from continuation sheets				1,510,986.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PIMA COUNTY JTED 4905C E BROADWAY BLVD STE 252 TUCSON, AZ 85709		PVTNONPROFIT	FOR ASSISTANCE TO VETERANS	20,000.
ROTARY CLUB OF TUCSON FOUNDATION (READING SEED) 3900 E TIMROD STREET STE 4 TUCSON, AZ 85711		PVTNONPROFIT	FOR LITERACY PROGRAMS	20,000.
RONALD MCDONALD HOUSE OF CHARITIES OF SOUTHERN ARIZONA P O BOX 4725 TUCSON, AZ 85717		PVTNONPROFIT	FOR SUPPORT OF FAMILIES OF CHILDREN WITH SERIOUS ILLNESS OR INJURY	20,000.
SAN MIGUEL CATHOLIC HIGH SCHOOL 6601 S SAN FERNANDO DRIVE TUCSON, AZ 85756		PVTNONPROFIT	FOR EDUCATIONAL PROGRAMS	20,000.
SOAR WITH THE EAGLES •RPFESSOPMA; GED/HSE TUTORS 2316 W SILVERBELL OASIS WAY TUCSON, AZ 85745		PVTNONPROFIT	FOR PROGRAMS PROVIDING GED STUDENTS ACCESS TO LOW COST TUTORING SERVICES	2,500.
TUSD - DRAK LINK SCHOOL (DROPOUTS) 3645 E PIMA STREET TUCSON, AZ 85716		PVTNONPROFIT	FOR EDUCATIONAL PROGRAMS	5,000.
UNIVERSITY OF ARIZONA FOUNDATION 1111 N CHERRY AVENUE STE 302E TUCSON, AZ 85721		PVTNONPROFIT	FOR IMPROVING HEALTH CARE FOR BATTERED & IMMIGRANT WOMEN AND VICTIMS OF BULLYING	10,000.
WORLD CARE P O BOX 64001 TUCSON, AZ 85728		PVTNONPROFIT	FOR PROGRAMS THAT REDISTRIBUTE NEW AND USED GOODS TO FAMILIES AND COMMUNITIES IN NEED	2,500.
WRIGHT FLIGHT 7075 S PLUMER AVENUE NO 14 TUCSON, AZ 85756		PVTNONPROFIT	FOR MOTIVATIONAL PROGRAMS FOR YOUTH	10,000.
YMCA OF SOUTHERN ARIZONA 60 W ALAMEDA STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR CHILDREN'S PROGRAMS	15,000.
Total from continuation sheets				

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

45-3758612

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
YOUTH ON THEIR OWN 1660 N ALVERNON WAY TUCSON, AZ 85712		PVTNONPROFIT	FOR PROGRAMS ASSISTING INDIGENT YOUNG PEOPLE	30,000.
ARIZONA THEATER COMPANY 140 N MAIN STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR ANNUAL FUND AS EXHIBITS SPONSOR	10,000.
CASA DE LUZ FOUNDATION 7740 N ORACLE ROAD TUCSON, AZ 85704		PVTNONPROFIT	FOR ASSISTING END OF LIFE INDIVIDUALS	20,000.
COMMUNITY FOOD BANK 3003 S COUNTRY CLUB TUCSON, AZ 85713		PVTNONPROFIT	FOR FOOD SERVICES FOR THE INDIGENT	20,000.
COPE COMMUNITY SERVICES 82 S STONE AVENUE TUCSON, AZ 85701		PVTNONPROFIT	FOR SERVICES FOR INDIGENT INCLUDING ADDICTION PROGRAMS	20,000.
GOODWILL INDUSTRIES OF SOUTHERN ARIZONA 1940 E SILVERLAKE TUCSON, AZ 85713		PVTNONPROFIT	FOR TRAINING AND EMPLOYMENT PROGRAMS	20,000.
HABITAT FOR HUMANITY - TUCSON 3501 N MOUNTAIN AVENUE TUCSON, AZ 85719		PVTNONPROFIT	FOR STABLE HOMEOWNERSHIP PROGRAMS	20,000.
TUCSON MEDICAL CENTER HOSPICE 2715 N WYATT DRIVE TUCSON, AZ 85712		PVTNONPROFIT	FOR SUPPORT OF HOSPICE CARE FOR THE INDIGENT	5,000.
MICRO BUSINESS ADVANCEMENT 330 N COMMERCE LOOP STREET TUCSON, AZ 85745		PVTNONPROFIT	FOR ASSISTANCE TO VETERANS	20,000.
MOTHERS AGAINST DRUNK DRIVING - SOUTHERN ARIZONA AFFILIATE 2020 N FORBES TUCSON, AZ 85745		PVTNONPROFIT	FOR PROGRAMS TO PROTECT FAMILIES FROM DUNK DRIVING AND UNDERAGE DRINKING	20,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NAMI SOUTHERN ARIZONA 6122 E 22ND STREET TUCSON, AZ 85711		PVTNONPROFIT	FOR PROGRAMS OF EDUCATION AND SUPPORT FOR THOSE AFFECTED BY MENTAL ILLNESS	20,000.
NON-PROFIT LOAN FUND (CFSA) OF TUCSON AND SOUTHERN ARIZONA 2250 E BROADWAY BLVD TUCSON, AZ 85716		PVTNONPROFIT	FOR ASSITANCE TO CHARITABLE PROJECTS FUND	20,000.
PATRONATO DE SAN XAVIER P O BOX 522 TUCSON, AZ 85702		PVTNONPROFIT	FOR MAINTENANCE, RESTORATION AND PRESERVATION OF MISSION SAN XAVIER DEL BAC	10,000.
GIRL SCOUTS OF SOUTHERN ARIZONA 4300 E SPEEDWAY BLVD TUCSON, AZ 85711		PVTNONPROFIT	FOR FACILITIES AND SCOUT PROGRAMS FOR GIRLS	145,000.
TUCSON JANUARY 8 MEMORIAL FOUNDATION P O BOX 40355 TUCSON, AZ 85717		PVTNONPROFIT	FOR CREATION OF PERMANENT JANUARY 8 MEMORIAL	50,000.
BALLET OF TUCSON 200 S TUCSON BOULEVARD TUCSON, AZ 85716		PVTNONPROFIT	FOR PROGRAMS OF ARTISTIC EXCELLENCE IN BALLET	50,697.
ST LUKE'S HOME 615 E ADAMSON TUCSON, AZ 85705		PVTNONPROFIT	FOR HOUSING ASSISTANCE TO LOW INCOME ELDERLY	20,783.
WOMENS FOUNDATION OF SOUTHERN ARIZONA 2250 E BROADWAY BLVD TUCSON, AZ 85719		PVTNONPROFIT	FOR ASSISTANCE TO NEEDY FAMILIES - WOMENS ORGANIZATIONS	453,358.
TUCSON MUSEUM OF ART 140 N MAIN STREET TUCSON, AZ 85701		PVTNONPROFIT	FOR SUPPORT OF THE ARTS	66,815.
TUCSON SYMPHONY SOCIETY 2175 N 6TH AVENUE TUCSON, AZ 85715		PVTNONPROFIT	FOR SUPPORT OF THE MUSICAL ARTS	193,333.
Total from continuation sheets				

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2015

Name of the organization

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

Employer identification number

45-3758612

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

Name of organization

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

Employer identification number

45-3758612

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES H HILLMAN CHARITABLE LEAD ANNUITY TRUST CO WILMINTON TRUST CO., TRUSTEE 1100 NO MARKET STREET WILMINGTON, DE 19898-1000	\$ 653,870.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	JAMES H HILLMAN CO SUSAN C VILLARREAL 7340 N SONYA WAY TUCSON, AZ 85704-7052	\$ 649,589.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
3	JAMES H HILLMAN CO SUSAN C VILLARREAL 7340 N SONYA WAY TUCSON, AZ 85704-7052	\$ 1,038,631.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

Employer identification number

45-3758612

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	1,360 SHS ISHARES TR RUS 200 GRW ETF, 464287648	\$ 196,255.	12/07/15
3	5,493 SHS ALTRIA GROUP INC, 02209S103	\$ 318,924.	12/08/15
3	3,042 SHS LILLY ELI & CO 532157108	\$ 263,498.	12/08/15
3	1,050 SHS LOCKHEED MARTIN CORP, 539830109	\$ 229,467.	12/08/15
3	140 SHS LOCKHEED MARTIN CORP, 539830109	\$ 30,487.	12/23/15
		\$	

Name of organization

Employer identification number

CONNIE HILLMAN FAMILY FOUNDATION
C/O LARRY R. ADAMSON

45-3758612

Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISSION MANAGEMENT & TRUST CO - 1ST HALF	49,488.	49,488.	
MISSION MANAGEMENT & TRUST CO - 2ND HALF	38,272.	38,272.	
TOTAL TO PART I, LINE 3	87,760.	87,760.	

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
MSN MGMNT & TR 1ST HALF NONQUAL DIVS	35.	0.	35.	35.	
MSN MGMNT & TR 1ST HALF QUAL DIVS	1,039.	0.	1,039.	1,039.	
MSN MGMNT & TR 2ND HALF NONQUAL DIVS	3,721.	0.	3,721.	3,721.	
MSN MGMNT & TR 2ND HALF QUAL DIVS	2,468.	0.	2,468.	2,468.	
TO PART I, LINE 4	7,263.	0.	7,263.	7,263.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUFFIELD ADAMSON - 1ST HALF	17,633.	3,527.		14,106.
DUFFIELD ADAMSON - 2ND HALF	25,978.	5,196.		20,782.
TO FM 990-PF, PG 1, LN 16A	43,611.	8,723.		34,888.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUFFIELD ADAMSON - TAX PREP	4,500.	900.		3,600.
TO FORM 990-PF, PG 1, LN 16B	4,500.	900.		3,600.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISSION MANAGEMENT - 1ST HALF	34,176.	34,176.		0.
MISSION MANAGEMENT - 2ND HALF	35,812.	35,812.		0.
TO FORM 990-PF, PG 1, LN 16C	69,988.	69,988.		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
BANK SERVICE FEES - 1ST HALF	1,523.	1,523.		0.
BANK SERVICE FEES - 2ND HALF	590.	590.		0.
TO FORM 990-PF, PG 1, LN 23	2,113.	2,113.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MISSION - ALASKA AIR GROUP INC	82,029.	77,059.
TOTAL TO FORM 990-PF, PART II, LINE 10B	82,029.	77,059.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MISSION - GOLD TRUST GOLD SHARES	FMV	517,783.	547,742.
TOTAL TO FORM 990-PF, PART II, LINE 13		517,783.	547,742.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	9
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NAME OF CONTRIBUTOR	ADDRESS
JAMES H HILLMAN CHARITABLE LEAD ANNUITY TRUST	C/O 1100 N MARKET STREET WILMINGTON, DE 19898-1000
JAMES H HILLMAN	C/O 7340 N SONYA WAY TUCSON, AZ 85704-7052

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LARRY R. ADAMSON
3430 E. SUNRISE DR., SUITE 200
TUCSON, AZ 85718

TELEPHONE NUMBER

520-792-1181

EMAIL ADDRESS

LADAMSON@DUFFIELDLAW.COM

FORM AND CONTENT OF APPLICATIONS

LETTER

ANY SUBMISSION DEADLINES

NONE
NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST BE A 501 (C) (3) ORGANIZATION

0898

PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION

PROCESS DATE 11/01/2016

TAX LEDGER

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

PAGE 5

FOR THE PERIOD 07/01/2015 TO 12/31/2015

INTEREST

SECTION C - INTEREST

SECURITY	CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S									
ALLIANCE BANK OF AZ DTD 8-29 -14 .65% DUE 8-29-15 (058004995)	022	07/01/15	135.26	A					
	022	07/31/15	130.89	A					
	022	09/02/15	135.26	A	401.41	100.000	100.000	401.41	401.41
PLAZA BANK BP.05 DT3-18-11 2.00% DUE 3-18-16 (063003990)	022	07/22/15	278.91	A					
	022	08/21/15	288.21	A					
	022	09/23/15	288.22	A					
	022	10/21/15	278.90	A					
	022	11/24/15	288.21	A					
	022	12/23/15	278.90	A	1701.35	100.000	100.000	1701.35	1701.35
BK PRINCETON BP.1 10-11-12 1.25% DUE 10-9-17 (066000993)	022	07/13/15	190.14	A					
	022	08/13/15	196.47	A					
	022	09/14/15	196.47	A					
	022	10/13/15	190.14	A					
	022	11/12/15	196.47	A					
	022	12/14/15	190.14	A	1159.83	100.000	100.000	1159.83	1159.83
CATHAY BK BP.05 DT 10-11-12 1.20% DUE 10-11-17 (123003998)	022	07/20/15	241.65	A					
	022	08/17/15	249.70	A					
	022	09/16/15	249.70	A					
	022	10/21/15	241.64	A					
	022	11/16/15	249.70	A					
	022	12/18/15	241.64	A	1474.03	100.000	100.000	1474.03	1474.03
CENTRAL FSL CD BP.10 DT 4-27	022	07/02/15	205.47	A					

0898

PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION
PROCESS DATE 11/01/2016

TAX LEDGER

PAGE 6

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

FOR THE PERIOD 07/01/2015 TO 12/31/2015

SECTION C - INTEREST
SECURITY

CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
-12 2.0% DUE 4-27-17 (128003993)	022 08/04/15	212.33	A					
	022 09/02/15	212.33	A					
	022 10/02/15	205.47	A					
	022 11/03/15	212.34	A					
	022 12/02/15	205.47	A					
				1253.41	100.000	100.000	1253.41	1253.41
CARVER FSB BP.1 DTD 11-14-13	022 07/01/15	100.56	A					
1.439% DUE 11-14-18 (131002990)	022 08/06/15	103.91	A					
	022 09/08/15	103.91	A					
	022 10/01/15	100.56	A					
	022 11/09/15	103.91	A					
	022 12/07/15	100.56	A					
				613.41	100.000	100.000	613.41	613.41
CARVER FSB BP.1 DTD 11-14-13	022 07/01/15	118.30	A					
1.439% DUE 11-14-18 (131004996)	022 08/06/15	122.25	A					
	022 09/08/15	122.25	A					
	022 10/01/15	118.30	A					
	022 11/09/15	122.25	A					
	022 12/07/15	118.30	A					
				721.65	100.000	100.000	721.65	721.65
CHARTER BK BP.05 DT 3-25-11	022 07/28/15	328.76	A					
2.00% DUE 3-25-16 (132001991)	022 08/27/15	339.74	A					
	022 09/29/15	339.74	A					
	022 10/27/15	328.76	A					
	022 11/30/15	339.74	A					
	022 12/29/15	328.76	A					
				2005.50	100.000	100.000	2005.50	2005.50

FOR THE PERIOD 07/01/2015 TO 12/31/2015

SECTION C - INTEREST

SECURITY	CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S									
CITY FIRST BK BP.05 DT 3-29-12 1.40% DUE 3-29-17 (155004997)	022	07/06/15	291.48	A					
	022	08/03/15	282.08	A					
	022	09/08/15	291.35	A					
	022	10/02/15	291.48	A					
	022	11/03/15	282.68	A					
	022	12/07/15	282.61	A					
	022	12/31/15	283.78	A					
					2005.46	100.000	100.000	2005.46	2005.46
CHOICE BK BP .05 DTD 9-29-11 1.75% DUE 9-29-16 (158001990)	022	07/01/15	364.14	A					
	022	07/31/15	352.41	A					
	022	09/02/15	364.15	A					
	022	10/01/15	364.19	A					
	022	11/02/15	352.41	A					
	022	12/02/15	364.14	A					
	022	12/31/15	352.43	A					
					2513.87	100.000	100.000	2513.87	2513.87
INDEPENDENT BK BP.05 DT 2-11 -11 2.0% DUE 2-11-16 (181002999)	022	07/14/15	361.63	A					
	022	08/17/15	373.69	A					
	022	09/17/15	373.71	A					
	022	10/14/15	361.63	A					
	022	11/16/15	373.71	A					
	022	12/15/15	361.63	A					
					2206.00	100.000	100.000	2206.00	2206.00
INDEPENDENT BK BP.05 DT12-21 -10 2.0% DUE12-21-15 (200000990)	022	07/27/15	41.10	A					
	022	08/26/15	42.47	A					
	022	09/25/15	42.47	A					
	022	10/27/15	41.10	A					

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SAVINGS ACCOUNTS & C/D'S											
022	11/24/15	42.47	A								
022	12/29/15	41.10	A								
					250.71	100.000	100.000		250.71		250.71
1ST PRYORITY BK BP.05 DT9-28											
022	11/03/15	227.84	A								
022	12/01/15	235.42	A								
					463.26	100.000	100.000		463.26		463.26
FNB MCGREGOR BP.05 DTD 10-15											
022	11/16/15	399.19	A								
022	12/15/15	386.29	A								
					785.48	100.000	100.000		785.48		785.48
1ST PRYORITY BP.05 9-27-10											
022	07/31/15	227.84	A								
022	09/01/15	235.42	A								
022	09/29/15	235.42	A								
					698.68	100.000	100.000		698.68		698.68
1ST ST FINANCIAL BP.05 DT9-2											
022	10/28/15	114.04	A								
022	11/30/15	117.84	A								
022	12/28/15	114.04	A								
					345.92	100.000	100.000		345.92		345.92
1ST ST FIN BK BP.05 9-27-10											
022	07/06/15	127.40	A								
022	08/03/15	123.28	A								
022	09/01/15	127.40	A								
022	10/02/15	127.40	A								
					505.48	100.000	100.000		505.48		505.48
FNB MCGREGOR BP .05 10-15-10											
022	07/15/15	386.29	A								
022	08/17/15	399.19	A								

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CODE	DATE	AMOUNT	REG	SEC	TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S									
022	09/15/15	399.19	A						
022	10/15/15	386.29	A		1570.96	100.000	100.000	1570.96	1570.96
022	07/14/15	279.44	A						
022	08/14/15	288.78	A						
022	09/14/15	288.78	A						
022	10/14/15	279.44	A						
022	11/13/15	288.78	A						
022	12/14/15	279.44	A		1704.66	100.000	100.000	1704.66	1704.66
022	07/01/15	32.88	A						
022	08/03/15	33.97	A						
022	09/01/15	33.97	A						
022	10/01/15	32.88	A						
022	11/03/15	33.97	A						
022	12/01/15	32.88	A		200.55	100.000	100.000	200.55	200.55
022	07/21/15	156.15	A						
022	08/18/15	161.37	A						
022	09/21/15	161.37	A						
022	10/20/15	156.15	A						
022	11/23/15	161.37	A						
022	12/21/15	156.15	A		952.56	100.000	100.000	952.56	952.56
022	07/07/15	222.94	A						
022	08/05/15	215.77	A						
022	07/07/15	222.94	A						
022	08/05/15	215.77	A						

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CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
022	09/08/15	222.96	A					
022	10/06/15	222.94	A					
022	11/06/15	215.77	A					
022	12/07/15	222.93	A					
				1323.31	100.000	100.000	1323.31	1323.31
MAIN ST BK BP.05 DT 4-1-11								
022	07/06/15	147.98	A					
022	08/03/15	152.91	A					
022	09/01/15	152.91	A					
022	10/05/15	147.98	A					
022	11/03/15	152.91	A					
022	12/02/15	147.98	A					
				902.67	100.000	100.000	902.67	902.67
MBANK BP.05 DTD 6-30-11								
022	07/07/15	356.72	A					
022	08/04/15	345.22	A					
022	09/01/15	356.72	A					
022	10/05/15	356.72	A					
022	11/06/15	345.22	A					
022	12/07/15	356.72	A					
				2117.32	100.000	100.000	2117.32	2117.32
METRO PHX BK BP.05 9-30-10								
022	08/03/15	312.32	A					
022	09/01/15	322.74	A					
022	10/02/15	322.73	A					
				957.79	100.000	100.000	957.79	957.79
MODERN BK BP.05 DT 3-8-11								
022	07/14/15	369.90	A					
022	08/17/15	382.24	A					
022	09/15/15	382.24	A					

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SAVINGS ACCOUNTS & C/D'S									
MODERN BK BP.10 DT 2-24-12 1.55% DUE 2-24-17 (585000995)	022	10/14/15	369.90	A					
	022	11/16/15	382.24	A					
	022	12/15/15	369.90	A	2256.42	100.000	100.000	2256.42	2256.42
ORRSTOWN BK BP.05 DT 11-1-10 1.95% DUE 11-1-15 (677000994)	022	07/28/15	25.48	A					
	022	08/28/15	26.33	A					
	022	09/29/15	26.33	A					
	022	11/02/15	25.48	A					
	022	12/01/15	26.33	A					
	022	12/29/15	25.48	A	155.43	100.000	100.000	155.43	155.43
PACIFIC COM BP.05 DT3-25-11 2.00% DUE 3-25-16 (679004994)	022	07/01/15	384.67	A					
	022	08/04/15	397.49	A					
	022	09/01/15	397.49	A					
	022	10/01/15	384.67	A					
	022	11/02/15	397.68	A	1962.00	100.000	100.000	1962.00	1962.00
PAN AM BK BP.05 DT 7-15-11 1.75% DUE 7-15-16 (679005991)	022	07/06/15	356.72	A					
	022	08/03/15	345.20	A					
	022	09/01/15	356.72	A					
	022	09/29/15	356.72	A					
	022	11/02/15	345.20	A					
	022	12/01/15	356.72	A	2117.28	100.000	100.000	2117.28	2117.28

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CODE	DATE	AMOUNT	REG	SEC	TOTAL	STATE %	FED %	TAXABLE	STATE	TAXABLE	FED
SAVINGS ACCOUNTS & C/D'S											
022	09/17/15	364.15	A								
022	10/20/15	352.41	A								
022	11/17/15	364.15	A								
022	12/17/15	352.41	A								
					2149.68	100.000	100.000		2149.68		2149.68
022	07/22/15	80.22	A								
022	08/24/15	82.90	A								
022	09/22/15	82.91	A								
022	10/22/15	80.23	A								
022	11/23/15	82.91	A								
					409.17	100.000	100.000		409.17		409.17
022	07/10/15	3.72	A								
022	08/10/15	2.97	A								
022	09/09/15	2.13	A								
					8.82	100.000	100.000		8.82		8.82
022	10/13/15	4.67	A								
022	11/10/15	4.67	A								
022	12/09/15	4.37	A								
					13.71	100.000	100.000		13.71		13.71
022	07/21/15	315.61	A								
022	08/26/15	326.15	A								
022	09/22/15	326.15	A								
022	10/23/15	315.61	A								
022	11/24/15	326.15	A								
022	12/23/15	315.61	A								
					1925.28	100.000	100.000		1925.28		1925.28

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SAVINGS ACCOUNTS & C/D'S								
022	07/06/15	270.89	A					
022	08/04/15	262.14	A					
022	09/02/15	270.76	A					
022	10/05/15	270.88	A					
022	11/04/15	262.14	A					
022	12/03/15	270.90	A					
				1607.71	100.000	100.000	1607.71	1607.71
WESTFIELD BK BP.05 9-30-10								
022	07/02/15	402.75	A					
022	08/04/15	416.17	A					
022	09/02/15	416.18	A					
022	09/30/15	375.90	A					
				1611.00	100.000	100.000	1611.00	1611.00
WESTFIELD BK BP.05 DTD 9-29-15 2.0% DUE 9-29-20 (946004991)								
022	10/02/15	26.88	A					
022	11/04/15	416.17	A					
022	12/02/15	402.81	A					
				845.86	100.000	100.000	845.86	845.86
WEST TOWN SB BP.05 DT 1-7-11 2.00% DUE 1-7-16 (948000997)								
022	07/09/15	156.15	A					
022	08/10/15	161.37	A					
022	09/08/15	161.37	A					
022	10/06/15	156.15	A					
022	11/06/15	161.37	A					
022	12/07/15	156.15	A					
				952.56	100.000	100.000	952.56	952.56
WEST TOWN SB BP.05 DT1-21-11 2.00% DUE 1-21-16 (949000996)								
022	07/09/15	246.57	A					
022	08/10/15	254.80	A					
022	09/08/15	254.80	A					

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CODE	DATE	AMOUNT	REG	SEC	TOTAL	STATE &	FED &	TAXABLE	STATE	TAXABLE	FED
------	------	--------	-----	-----	-------	---------	-------	---------	-------	---------	-----

SAVINGS ACCOUNTS & C/D'S

022	10/06/15	A	246.57
022	11/06/15	A	254.80
022	12/07/15	A	246.57
			1504.11
			100.000
			1504.11
			1504.11

WORLDS FOREMOST BK DTD3-13-1

3 2.50% DUE 3-13-23 (962003992)

022	07/14/15	513.70	A
022	08/14/15	530.82	A
022	09/15/15	530.82	A
022	10/14/15	513.70	A
022	11/16/15	530.82	A
022	12/15/15	513.70	A

	3133.56	100.000	3133.56	3133.56
TOTAL INTEREST-SAVINGS ACCOUNTS & C/D'S	49487.86		49487.86	49487.86
TOTAL INTEREST	49487.86		49487.86	49487.86

TOTAL INTEREST-SAVINGS ACCOUNTS & C/D'S

TOTAL INTEREST

ACCRUED INTEREST CARRYOVER ADJUSTMENT

NET CASH RECEIPTS TOTAL TO SUMMARY PAGE

This is first Half Interest -- see Statement 1 of Return where this is listed as Mission Management - 1st Half

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SECURITY

CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
022	01/26/16	287.58	A					
022	02/23/16	287.58	A					
022	03/22/16	269.03	A	844.19	100.000	100.000	844.19	844.19
BK PRINCETON BP.1 10-11-12								
022	01/14/16	196.29	A					
022	02/12/16	196.29	A					
022	03/14/16	183.62	A					
022	04/14/16	196.29	A					
022	05/12/16	189.96	A					
022	06/13/16	196.29	A	1158.74	100.000	100.000	1158.74	1158.74
CATHAY BK BP.05 DT 10-11-12								
022	01/15/16	249.70	A					
022	02/16/16	249.70	A					
022	03/15/16	233.59	A					
022	04/14/16	249.70	A					
022	05/16/16	241.64	A					
022	06/17/16	249.70	A	1474.03	100.000	100.000	1474.03	1474.03
CENTRAL FSL CD BP.10 DT 4-27								
022	01/05/16	211.91	A					
022	02/02/16	211.91	A					
022	03/02/16	198.24	A					
022	04/04/16	211.91	A					
022	05/03/16	205.08	A					
022	06/02/16	211.92	A	1250.97	100.000	100.000	1250.97	1250.97
CARVER FSB BP.1 DTD 11-14-13								
022	01/11/16	103.81	A					

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SAVINGS ACCOUNTS & C/D'S									
022	02/08/16	103.81	A						
022	02/29/16	97.11	A						
022	04/11/16	103.81	A						
022	05/02/16	100.46	A						
022	06/06/16	103.81	A						
					612.81	100.000	100.000	612.81	612.81
CARVER FSB BP.1 DTD 11-14-13									
022	01/11/16	122.03	A						
022	02/08/16	122.03	A						
022	02/29/16	114.16	A						
022	04/11/16	122.03	A						
022	05/02/16	118.09	A						
022	06/06/16	122.03	A						
					720.37	100.000	100.000	720.37	720.37
CHARTER BK BP.05 DT 3-25-11									
022	01/27/16	338.88	A						
022	02/29/16	338.88	A						
022	03/29/16	317.01	A						
					994.77	100.000	100.000	994.77	994.77
CITY FIRST BK BP.05 DT 3-29-									
022	02/01/16	290.67	A						
022	03/14/16	291.49	A						
022	04/04/16	272.65	A						
022	05/09/16	291.49	A						
022	06/06/16	282.05	A						
					1428.35	100.000	100.000	1428.35	1428.35
CHOICE BK BP .05 DTD 9-29-11									
022	02/02/16	363.36	A						
022	03/02/16	364.14	A						
022	03/31/16	340.66	A						

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CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
022	05/03/16	364.14	A					
022	06/02/16	352.41	A	1784.71	100.000	100.000	1784.71	1784.71
INDEPENDENT BK BP.05 DT 2-11								
-11 2.0% DUE 2-11-16 (181002999)	022	01/15/16	A					
	022	02/17/16	A	745.66	100.000	100.000	745.66	745.66
1ST PRIORITY BK BP.05 DT9-28								
-15 1.98% DUE9-28-20 (230003998)	022	01/04/16	A					
	022	02/03/16	A	234.89				
	022	03/03/16	A	234.89				
	022	04/01/16	A	219.73				
	022	05/03/16	A	234.89				
	022	06/01/16	A	227.31				
				1379.02	100.000	100.000	1379.02	1379.02
FNB MCGREGOR BP.05 DTD 10-15								
-15 2% DUE 10-15-20 (231003997)	022	01/15/16	A					
	022	02/16/16	A	398.23				
	022	03/15/16	A	372.53				
	022	04/15/16	A	398.23				
	022	05/16/16	A	385.38				
	022	06/15/16	A	398.23				
				2350.83	100.000	100.000	2350.83	2350.83
1ST ST FINANCIAL BP.05 DT9-2								
7-15 1.85%DUE9-27-20 (232005991)	022	01/28/16	A					
	022	02/29/16	A	117.53				
	022	03/28/16	A	109.94				
	022	04/28/16	A	117.53				
	022	05/31/16	A	113.73				
	022	06/28/16	A	117.53				
				693.81	100.000	100.000	693.81	693.81

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CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
022	01/12/16	288.12	A					
022	02/10/16	287.97	A					
022	03/08/16	269.41	A					
022	04/08/16	287.97	A					
022	05/09/16	278.69	A					
022	06/08/16	287.97	A					
				1412.01	100.000	100.000	1412.01	1412.01
022	01/04/16	33.97	A					
022	02/02/16	34.57	A					
022	02/11/16	12.26	A					
				80.80	100.000	100.000	80.80	80.80
022	02/23/16	161.09	A					
022	03/18/16	150.70	A					
022	04/19/16	161.09	A					
022	05/24/16	155.89	A					
022	06/20/16	161.09	A					
				789.86	100.000	100.000	789.86	789.86
022	01/20/16	161.09	A					
				161.09	100.000	100.000	161.09	161.09
022	01/05/16	215.77	A					
022	02/08/16	222.46	A					
022	03/07/16	215.74	A					

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SECURITY	CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S									
MAIN ST BK BP.05 DT 4-1-11 2.00% DUE 4-1-16 (541000998)	022	04/05/16	215.77	A					
	022	05/09/16	222.94	A					
	022	06/07/16	215.77	A					
					1308.45	100.000	100.000	1308.45	1308.45
MBANK BP.05 DTD 6-30-11 1.75% DUE 6-30-16 (543002992)	022	01/04/16	152.59	A					
	022	02/02/16	152.59	A					
	022	03/02/16	142.74	A					
	022	04/01/16	152.59	A					
					600.51	100.000	100.000	600.51	600.51
MODERN BK BP.05 DT 3-8-11 2.00% DUE 3-8-16 (584000996)	022	01/05/16	345.23	A					
	022	02/03/16	355.85	A					
	022	03/04/16	356.71	A					
	022	04/01/16	333.72	A					
					2093.45	100.000	100.000	2093.45	2093.45
MODERN BK BP.10 DT 2-24-12 1.55% DUE 2-24-17 (585000995)	022	01/12/16	381.34	A					
	022	02/16/16	381.34	A					
	022	03/14/16	356.74	A					
					1119.42	100.000	100.000	1119.42	1119.42
					155.58	100.000	100.000	155.58	155.58

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CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S								
022	01/05/16	344.36	A					
022	02/01/16	355.85	A					
022	03/04/16	355.85	A					
022	04/04/16	332.89	A					
				1388.95	100.000	100.000	1388.95	1388.95
PAN AM BK BP.05 DT 7-15-11								
022	01/20/16	363.27	A					
022	02/23/16	363.16	A					
022	03/18/16	339.71	A					
022	04/19/16	363.16	A					
022	05/17/16	351.44	A					
022	06/21/16	363.16	A					
				2143.90	100.000	100.000	2143.90	2143.90
PACIFIC COMM BP.05 DT 3-28-1								
022	04/26/16	355.86	A					
022	06/01/16	344.37	A					
				700.23	100.000	100.000	700.23	700.23
PLAZA BANK BP .05 DTD 3-18-1								
022	04/22/16	288.18	A					
022	05/23/16	278.89	A					
022	06/21/16	289.00	A					
				856.07	100.000	100.000	856.07	856.07
PREFERRED CMTY BK CD DTD 12-								
022	01/20/16	4.29	A					
022	02/09/16	5.25	A					
022	03/09/16	4.46	A					
				14.00	100.000	100.000	14.00	14.00
PREFERRED CMTY BK CD DTD 3-9								
022	04/11/16	4.77	A					
022	05/09/16	4.62	A					
				14.00	100.000	100.000	14.00	14.00

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PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION

PROCESS DATE 11/01/2016

TAX LEDGER

PAGE 13

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

FOR THE PERIOD 01/01/2016 TO 06/30/2016

SECTION C - INTEREST

SECURITY

CODE	DATE	AMOUNT	REG	SEC	TOTAL	STATE %	FED %	TAXABLE	STATE	TAXABLE	FED
SAVINGS ACCOUNTS & C/D'S											
022	06/09/16	4.77	A		14.16	100.000	100.000		14.16		14.16
TENN ST BK BP.05 DT12-20-11											
022	01/25/16	325.39	A								
022	02/23/16	325.39	A								
022	03/22/16	304.39	A								
022	04/26/16	325.39	A								
022	05/24/16	314.88	A								
022	06/21/16	326.15	A		1921.59	100.000	100.000		1921.59		1921.59
VALLIANCE BK BP.05 DT8-31-12											
022	01/05/16	262.14	A								
022	02/03/16	270.88	A								
022	03/03/16	262.15	A								
022	04/04/16	262.14	A								
022	05/04/16	270.88	A								
022	06/02/16	262.15	A		1590.34	100.000	100.000		1590.34		1590.34
WESTFIELD BK BP.05 DTD 9-29-											
022	01/05/16	416.18	A								
022	02/03/16	415.05	A								
022	03/02/16	388.31	A								
022	04/04/16	415.04	A								
022	05/12/16	401.66	A								
022	06/02/16	415.07	A		2451.31	100.000	100.000		2451.31		2451.31
WEST TOWN SB BP.05 DT 1-7-11											
022	01/12/16	192.59	A								
					192.59	100.000	100.000		192.59		192.59

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PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION

TAX LEDGER

PAGE 14

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

PROCESS DATE 11/01/2016

FOR THE PERIOD 01/01/2016 TO 06/30/2016

SECTION C - INTEREST

SECURITY	CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
SAVINGS ACCOUNTS & C/D'S									
WEST TOWN SB BP.05 DT1-21-11	022	01/08/16	254.20	A					
2.00% DUE 1-21-16 (949000996)	022	01/26/16	164.00	A	418.20	100.000	100.000	418.20	418.20
TOTAL INTEREST-SAVINGS ACCOUNTS & C/D'S									
WORLDS FOREMOST BK DTD3-13-1	022	01/14/16	530.82	A					
3 2.50% DUE 3-13-23 (962003992)	022	02/17/16	530.82	A					
	022	03/15/16	496.58	A					
	022	04/14/16	530.82	A					
	022	05/16/16	513.70	A					
	022	06/14/16	530.82	A	3133.56	100.000	100.000	3133.56	3133.56
TOTAL INTEREST-SAVINGS ACCOUNTS & C/D'S					38272.45			38272.45	38272.45
TOTAL INTEREST					38272.45			38272.45	38272.45

ACCRUED INTEREST CARRYOVER ADJUSTMENT

NET CASH RECEIPTS TOTAL TO SUMMARY PAGE

0.00

38272.45 This amount is 2nd half interest --
See Statement 1, where this is labelled
Mission Management - 2nd half

ACCOUNT STATUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

TAX LEDGER
PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION
DATE 11/01/2016

PAGE 4
B - DIVIDENDS

DIVIDENDS

FOR THE PERIOD 07/01/2015 TO 12/31/2015

CODE	DATE	AMOUNT	REG	SEC	TOTAL	STATE %	FED %	TAXABLE	STATE	TAXABLE	FED
COMMON STOCK											
021	12/30/15	468.70	B								
					468.70	100.000	100.000	468.70		468.70	
							468.70				
							0.00				
021	12/31/15	570.58	B								
					570.58	100.000	100.000	570.58		570.58	
							570.58				
							0.00				
					1039.28			1039.28		1039.28	
							1039.28				
							0.00				
CASH EQUIVALENT-TAXABLE											
021	07/01/15	3.41	2								
021	12/01/15	31.33	2								
					34.74	100.000	100.000	34.74		34.74	
							0.00				
							34.74				
					34.74			34.74		34.74	
							0.00				
							34.74				
					1074.02			1074.02		1074.02	
							1039.28				
							34.74				

See Statement 2 in Return.
Above amounts are shown
as Dividends for First Half

0898

PREPARED FOR ACCOUNT # 52 00 3618 0 06 - CONNIE HILLMAN FAMILY FOUNDATION

TAX LEDGER

PAGE 5

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

PROCESS DATE 11/01/2016

FOR THE PERIOD 01/01/2016 TO 06/30/2016

SECTION B - DIVIDENDS

SECURITY	CODE	DATE	AMOUNT	REG	SEC TOTAL	STATE %	FED %	TAXABLE STATE	TAXABLE FED
COMMON STOCK									
ALASKA AIR GROUP INC COM	021	03/08/16	475.74	B					
(011659109)	021	06/07/16	363.54	B	839.28	100.000	100.000	839.28	839.28
		QUALIFIED DIVIDENDS					727.08		
		NON-QUALIFIED DIVIDENDS					112.20		
ALTRIA GROUP INC COM	021	01/11/16	3103.54	B					
(02209S103)		QUALIFIED DIVIDENDS			3103.54	100.000	100.000	3103.54	3103.54
		NON-QUALIFIED DIVIDENDS					-0.01		
							3103.55		
APPLE INC COM	021	02/11/16	527.80	B					
(037833100)	021	05/12/16	542.07	B	1069.87	100.000	100.000	1069.87	1069.87
		QUALIFIED DIVIDENDS					1069.87		
		NON-QUALIFIED DIVIDENDS					0.00		
FEDEX CORP COM	021	04/01/16	212.50	B					
(31428X106)		QUALIFIED DIVIDENDS			212.50	100.000	100.000	212.50	212.50
		NON-QUALIFIED DIVIDENDS					202.50		
							10.00		
GILEAD SCIENCES INC	021	03/30/16	468.70	B					
(375558103)		QUALIFIED DIVIDENDS			468.70	100.000	100.000	468.70	468.70
		NON-QUALIFIED DIVIDENDS					468.70		
							0.00		

ACCOUNT SITUS = AZ
TAX ID# = 453758612
STATE TAX ID# =

PROCESS DATE 11/01/2016

FOR THE PERIOD 01/01/2016 TO 06/30/2016

SECTION B - DIVIDENDS

SECURITY

CODE	DATE	AMOUNT	REG	SEC TOTAL	FED & TAXABLE STATE	TAXABLE FED
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COMMON STOCK

PENSKE AUTOMOTIVE GRP INC
COM (70959W103)

436.80 B

QUALIFIED DIVIDENDS
NON-QUALIFIED DIVIDENDS

436.80	100.000	100.000
	0.00	
	436.80	

436.80

TOTAL DIVIDENDS-COMMON

6130.69

6130.69

QUALIFIED DIVIDENDS NON-QUALIFIED DIVIDENDS

2468.14
3662.55

1
2
3
4
5
6
7

CASH EQUIVALENT-TAXABLE

US TRE CSH RES ISS

021 01/04/16

* (60934N674)

021 06/01/16

QUALIFIED DIVIDENDS
NON-QUALIFIED DIVIDENDS

58.22	100.000	100.000
	0.00	
	58.22	

58.22

TOTAL DIVIDENDS-CASH EQUIVALENT-TAXABLE

58.22

58.22

	QUALIFIED DIVIDENDS	NON-QUALIFIED DIVIDENDS
1990	100	100
1991	100	100
1992	100	100
1993	100	100
1994	100	100
1995	100	100
1996	100	100
1997	100	100
1998	100	100
1999	100	100
2000	100	100
2001	100	100
2002	100	100
2003	100	100
2004	100	100
2005	100	100
2006	100	100
2007	100	100
2008	100	100
2009	100	100
2010	100	100
2011	100	100
2012	100	100
2013	100	100
2014	100	100
2015	100	100
2016	100	100
2017	100	100
2018	100	100
2019	100	100
2020	100	100
2021	100	100
2022	100	100
2023	100	100
2024	100	100
2025	100	100
2026	100	100
2027	100	100
2028	100	100
2029	100	100
2030	100	100
2031	100	100
2032	100	100
2033	100	100
2034	100	100
2035	100	100
2036	100	100
2037	100	100
2038	100	100
2039	100	100
2040	100	100
2041	100	100
2042	100	100
2043	100	100
2044	100	100
2045	100	100
2046	100	100
2047	100	100
2048	100	100
2049	100	100
2050	100	100
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2056	100	100
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2062	100	100
2063	100	100
2064	100	100
2065	100	100
2066	100	100
2067	100	100
2068	100	100
2069	100	100
2070	100	100
2071	100	100
2072	100	100
2073	100	100
2074	100	100
2075	100	100
2076	100	100
2077	100	100
2078	100	100
2079	100	100
2080	100	100
2081	100	100
2082	100	100
2083	100	100
2084	100	100
2085	100	100
2086	100	100
2087	100	100
2088	100	100
2089	100	100
2090	100	100
2091	100	100
2092	100	100
2093	100	100
2094	100	100
2095	100	100
2096	100	100
2097	100	100
2098	100	100
2099	100	100
2100	100	100

0.00
58.22

TOTAL DIVIDENDS

6188.91

6188.91

QUALIFIED DIVIDENDS NON-QUALIFIED DIVIDENDS

2468.14
3720.77

* INDICATES SECURITY DESIGNATED AS NON-QUALIFIED

See Statement 2 in Return
Above Amounts are shown
as Dividends for 2nd Half