EXTENDED TO MAY 15, 2017

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 JUL 1, 2015 , and ending JUN 30, 2016

Name of foundation THE GILLIAM FOUNDATION	A Employer identification number 51-0386285
Number and street (or P O box number if mail is not delivered to street address) P. O. BOX 2364 — Room/suite	B Telephone number (302) 888-2211
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19899-2364	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: [X] 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) ▶$ 4,349,190. — J Accounting method: ☐ Cash [X] 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).)

	Line	Description	(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 ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	372.	372.		STATEMENT 1
	4	Dividends and interest from securities	100,796.	100,796.		STATEMENT 2
	5a	Gross rents	194,282.			STATEMENT 3
	b	Net rental income or (loss) -6,141.				STATEMENT 4
	6a	Net gain or (loss) from sale of assets not on line 10	1,206,514.			STATEMENT 5
	b	Gross sales price for all assets on line 6a 3,807,090.				
	7	Capital gain net income (from Part IV, line 2)		469,925.		
	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	1,281.	1,281.		STATEMENT 6
	12	Total. Add lines 1 through 11	1,503,245.	572,374.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	53,727.	13,561.		34,442.
	14	Other employee salaries and wages	4,800.	240.		4,560.
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees				
	c	Other professional fees STMT 7	1,649.	82.		1,567.
	17	Interest	68.	0.		68.
	18	Taxes STMT 8	4,362.	2,083.		349.
	19	Depreciation and depletion				
	20	Occupancy	5,400.	0.		5,400.
	21	Travel, conferences, and meetings	15,858.	0.		15,858.
	22	Printing and publications				
	23	Other expenses STMT 9	243,509.	38,689.		4,397.
	24	Total operating and administrative expenses. Add lines 13 through 23	329,373.	54,655.		66,641.
	25	Contributions, gifts, grants paid	193,000.			189,000.
	26	Total expenses and disbursements. Add lines 24 and 25	522,373.	54,655.		255,641.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	980,872.			
	b	Net investment income (if negative, enter -0-)		517,719.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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Form **990-PF** (2015)

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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	34,007.	41,342.	41,342.
	2 Savings and temporary cash investments			
	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 12	-557,403.	50,000.	1.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 13	3,896,434.	4,170,725.	4,307,737.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 14)	111.	110.	110.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,373,149.	4,262,177.	4,349,190.
Liabilities	17 Accounts payable and accrued expenses	5,896.	419.	
	18 Grants payable	31,200.	35,200.	
	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)	37,096.	35,619.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	3,336,053.	4,226,558.	
	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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	3,336,053.	4,226,558.	
	31 Total liabilities and net assets/fund balances	3,373,149.	4,262,177.	

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	3,336,053.
2 Enter amount from Part I, line 27a	2	980,872.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	1,946.
4 Add lines 1, 2, and 3	4	4,318,871.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	92,313.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,226,558.

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	1,723,176.		1,253,251.	469,925.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				469,925.

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 — 469,925.

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	248,090.	5,211,602.	.047603
2013	205,626.	5,182,198.	.039679
2012	180,266.	4,803,406.	.037529
2011	176,681.	4,597,372.	.038431
2010	207,978.	4,697,859.	.044271

		Line	Amount
2	Total of line 1, column (d)	2	.207513
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	.041503
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	4,528,147.
5	Multiply line 4 by line 3	5	187,932.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,177.
7	Add lines 5 and 6	7	193,109.
8	Enter qualifying distributions from Part XII, line 4	8	255,641.

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 ▶ [X] and enter 1% of Part I, line 27b		1	5,177.
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	5,177.
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	5,177.
6 Credits/Payments:			
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a 3,360.		
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	3,360.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	12.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,829.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶	**Refunded** ▶	11	

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)?	1b		X
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			
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?	2		X
If "Yes," attach a detailed description of the activities			
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	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T			
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) ▶ DE			
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

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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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MR. BERNARD H. FISHER Telephone no. ▶ (302) 888-2211

Located at ▶ P.O. BOX 2364, WILMINGTON, DE ZIP+4 ▶ 19899-2364

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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	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
SEE STATEMENT 15		53,727.	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

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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
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 THE BOARD WILL DISTRIBUTE FUNDS FOR CHARITABLE PURPOSES AT THEIR DISCRETION.	189,000.
2 22 ORGANIZATIONS RECEIVED FUNDS DURING THE FISCAL YEAR ENDED JUNE 30, 2016. SEE ATTACHED GRANTS PAID LISTING.	0.
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 NONE	0.
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	4,511,381.
b	Average of monthly cash balances	1b	85,723.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,597,104.
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	4,597,104.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,957.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,528,147.
6	**Minimum investment return.** Enter 5% of line 5	6	226,407.

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	226,407.
2a	Tax on investment income for 2015 from Part VI, line 5 2a 5,177.		
b	Income tax for 2015. (This does not include the tax from Part VI.) 2b 217,200.		
c	Add lines 2a and 2b	2c	222,377.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,030.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,030.
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	4,030.

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	255,641.
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	255,641.
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	5,177.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	250,464.

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				4,030.
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				
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: ▶ $ 255,641.				
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				4,030.
e Remaining amount distributed out of corpus	251,611.			
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	251,611.			
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	251,611.			
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 251,611.				

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 ▶ ☐ 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:

PATRICE GILLIAM JOHNSON, (302)888-2211
P.O. BOX 2364, WILMINGTON, DE 19899

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

LETTER TO THE FOUNDATION DESCRIBING NEED & PLANNED USE OF REQUESTED FUNDS

c Any submission deadlines:

NONE

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

NONE

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*				
SEE STATEMENT	NONE	PUBLIC CHARITY	VARIOUS	189,000.
Total			▶ **3a**	189,000.
b *Approved for future payment* NONE				
Total			▶ **3b**	0.

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11-24-15

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	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	372.	
4 Dividends and interest from securities			14	100,796.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property	523000	-6,141.			
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,281.	
8 Gain or (loss) from sales of assets other than inventory	531120	736,589.	18	469,925.	
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)		730,448.		572,374.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,302,822.

(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: [signature] Date: 5/15/17 Title: CHAIR

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
BARRY A CROZIER, CPA	[signature]	5/15/17		P00297095

Firm's name ▶ BELFINT, LYONS & SHUMAN, P.A. Firm's EIN ▶ 51-0232399

Firm's address ▶ 1011 CENTRE RD, STE 310 WILMINGTON, DE 19805 Phone no. 302-225-0600

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11-24-15

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED	P	VARIOUS	VARIOUS
b	SEE ATTACHED	P	VARIOUS	VARIOUS
c	ST CAPITAL LOSS FROM K-1 NON-US EQUITY MANAGERS	P	VARIOUS	VARIOUS
d	LT CAPITAL GAIN FROM K-1 NON-US EQUITY MANAGERS	P	VARIOUS	VARIOUS
e	GMS DELAWARE LC GROWTH ST		VARIOUS	VARIOUS
f	GMS DELAWARE LC GROWTH LT	P	VARIOUS	VARIOUS
g	GMS DJ GREENE ST	P	VARIOUS	VARIOUS
h	GMS DJ GREENE LT	P	VARIOUS	VARIOUS
i	GMS INVESCO ST	P	VARIOUS	VARIOUS
j	GMS INVESCO LT		VARIOUS	VARIOUS
k	GOLDMAN, SACHS & CO ST	P	VARIOUS	VARIOUS
l	GOLDMAN, SACHS & CO LT	P	VARIOUS	VARIOUS
m	HERNDON ST		VARIOUS	VARIOUS
n	HERNDON LT	P	VARIOUS	VARIOUS
o	WT BROKERAGE ST	P	VARIOUS	VARIOUS

	(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	261,388.		283,530.	-22,142.
b	1,078,487.		859,176.	219,311.
c			586.	-586.
d	53,500.			53,500.
e			34,475.	-34,475.
f	144,377.			144,377.
g	207.			207.
h	7,670.			7,670.
i	2,160.			2,160.
j			2,133.	-2,133.
k	835.			835.
l	3,569.			3,569.
m			7,464.	-7,464.
n	133,570.			133,570.
o	370.			370.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-22,142.
b				219,311.
c				-586.
d				53,500.
e				-34,475.
f				144,377.
g				207.
h				7,670.
i				2,160.
j				-2,133.
k				835.
l				3,569.
m				-7,464.
n				133,570.
o				370.

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	WT BROKERAGE LT	P	VARIOUS	VARIOUS
b	GS ROTHSCHILD		VARIOUS	VARIOUS
c	GOLDMAN, SACHS & CO	P	VARIOUS	VARIOUS
d				
e				
f				
g				
h				
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	14,539.			14,539.
b			65,887.	-65,887.
c	22,504.			22,504.
d				
e				
f				
g				
h				
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			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				14,539.
b				-65,887.
c				22,504.
d				
e				
f				
g				
h				
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	469,925.
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

Gilliam Foundation Form 990-PF
EIN 51 0386285
Fiscal Year Ended 06/30/16
PART IV Attachment, Line1
Gain/Loss Schedule

Purchase	Sale Date	Shares	Security	Gross Sales Price	Cost	Gain/Loss
12/4/2015	6/16/2016	76	Fidelity Focused High Income Fund	$622	$624	($2)
6/18/2015	8/12/2015	10	FPA new Income	$70	$102	($32)
6/18/2015	12/9/2015	45	FPA new Income	$445	$451	($6)
6/18/2015	2/25/2016	1,265	FPA new Income	$12,583	$12,824	($240)
7/2/2015	2/25/2016	7	FPA new Income	$65	$66	($1)
8/31/2015	2/25/2016	3	FPA new Income	$31	$32	($1)
10/2/2015	2/25/2016	4	FPA new Income	$39	$40	($0)
12/22/2015	2/25/2016	5	FPA new Income	$46	$46	$0
4/29/2015	2/16/2016	10,189	GS High Yield INST Shares	$58,486	$73,618	($15,132)
6/29/2015	2/16/2016	121	GS Intl Real Estate Securities	$663	$757	($94)
12/23/2015	2/16/2016	178	GS Intl Real Estate Securities	$974	$1,061	($87)
3/30/2015	2/16/2016	26	GS Real Estate Institutional	$480	$552	($72)
6/29/2015	2/16/2016	19	GS Real Estate Institutional	$354	$364	($9)
9/29/2015	2/16/2016	25	GS Real Estate Institutional	$457	$477	($20)
12/10/2015	2/16/2016	101	GS Real Estate Institutional	$1,849	$1,946	($97)
8/12/2015	2/25/2016	2	Harbor Int'l Fund	$93	$116	($23)
12/9/2015	2/25/2016	53	Harbor Int'l Fund	$2,920	$3,303	($383)
12/18/2015	2/25/2016	24	Harbor Int'l Fund	$1,342	$1,433	($91)
12/18/2015	2/25/2016	15	Harbor Int'l Fund	$819	$874	($56)
2/29/2016	5/16/2016	178	Ishares Eurozone	$4,331	$4,110	$221
12/19/2014	8/14/2015	6	IShares Russell Top 200 Grwth	$319	$298	$21
12/19/2014	10/26/2015	245	IShares Russell Top 200 Grwth	$12,784	$12,169	$616
12/19/2014	12/11/2015	6	IShares Russell Top 200 Grwth	$325	$298	$27
8/12/2015	12/9/2015	37	JP Morgan US Small Co	$609	$623	($14)
8/12/2015	2/25/2016	271	JP Morgan US Small Co	$3,746	$4,498	($752)
8/12/2015	4/1/2016	46	JP Morgan US Small Co	$689	$760	($71)
8/13/2015	12/9/2015	18	LSV Value Equity	$412	$427	($15)
8/13/2015	4/1/2016	39	LSV Value Equity	$882	$936	($54)
6/3/2015	12/10/2015	1,600	MSCI EAFE 100% HEDGED TO USD INDEX	$40,591	$45,885	($5,294)
3/2/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$21	$23	($2)
4/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$23	$26	($2)
5/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$22	$25	($2)
6/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$23	$26	($2)
6/18/2015	2/25/2016	24	RidgeWorth Seix Floating Rate High Income Fund	$194	$213	($19)
7/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$23	$26	($2)
8/3/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$24	$26	($2)
9/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$25	$27	($2)
10/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$23	$24	($1)
11/2/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$22	$23	($1)
12/1/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$24	$25	($1)
1/4/2016	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$24	$25	($1)
2/1/2016	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$24	$24	($0)
12/11/2014	10/22/2015	63	Sterling Capital Did Value	$1,208	$1,202	$6
12/11/2014	10/22/2015	13	Sterling Capital Did Value	$242	$241	$1
12/31/2014	10/22/2015	10	Sterling Capital Did Value	$198	$201	($3)
8/12/2015	10/22/2015	16	Sterling Capital Did Value	$296	$308	($12)
8/12/2015	12/9/2015	32	T Rowe Price Inst Lrg Cap	$984	$986	($2)
8/12/2015	6/16/2016	214	T Rowe Price Inst Lrg Cap	$5,846	$6,551	($705)
6/18/2015	8/14/2015	113	Vanguard health care	$15,896	$16,070	($174)
11/13/2015	12/9/2015	9	Vanguard Inflation Protected Sec	$228	$226	$2
11/13/2015	4/1/2016	250	Vanguard Inflation Protected Sec	$6,596	$6,355	$241
12/28/2015	4/1/2016	2	Vanguard Inflation Protected Sec	$56	$54	$2
6/18/2015	8/14/2015	418	Vanguard world ETF	$21,311	$21,443	($132)
2/25/2016	4/1/2016	19	Victory Integ small cap value	$583	$530	$53
6/18/2015	8/12/2015	29	Wilm Broad Mkt Bond	$279	$278	$1
6/18/2015	12/9/2015	146	Wilm Broad Mkt Bond	$1,395	$1,404	($9)
10/15/2014	8/3/2015	1,570	Wilm Mid Cap Strat Alloc Fd	$27,417	$27,464	($47)
12/5/2014	8/3/2015	322	Wilm Mid Cap Strat Alloc Fd	$5,627	$5,727	($100)
6/30/2015	8/3/2015	93	Wilm Mid Cap Strat Alloc Fd	$1,630	$1,623	$7
10/15/2014	8/12/2015	45	Wilm Multi Alternative Fund	$496	$478	$18
2/25/2016	5/12/2016	1,346	Wilm Short-term Corp Bond Fund	$13,554	$13,473	$81
3/1/2016	5/12/2016	0	Wilm Short-term Corp Bond Fund	$2	$2	$0
4/1/2016	5/12/2016	74	Wilm Short-term Corp Bond Fund	$750	$749	$1
4/1/2016	5/12/2016	2	Wilm Short-term Corp Bond Fund	$16	$16	$0
5/2/2016	5/12/2016	2	Wilm Short-term Corp Bond Fund	$15	$15	$0
9/23/2014	8/3/2015	13	Wilm Small Cp Strat Alloc Fd	$189	$187	$2
12/5/2014	8/3/2015	167	Wilm Small Cp Strat Alloc Fd	$2,450	$2,398	$52
12/5/2014	8/3/2015	29	Wilm Small Cp Strat Alloc Fd	$428	$419	$9
12/23/2014	8/3/2015	10	Wilm Small Cp Strat Alloc Fd	$140	$140	$0
3/23/2015	8/3/2015	3	Wilm Small Cp Strat Alloc Fd	$47	$50	($3)
6/23/2015	8/3/2015	3	Wilm Small Cp Strat Alloc Fd	$41	$45	($4)
6/30/2015	8/3/2015	66	Wilm Small Cp Strat Alloc Fd	$968	$977	($9)
2/29/2016	4/5/2016	114	WisdonTree Tr Japan	$5,001	$4,716	$285
			Total Short-Term	$261,388	$283,530	($22,142)

Long-Term Sales

12/17/2013	12/9/2015	43	Diamond Hill Lrg Cap	$995	$938	$57
12/17/2013	6/16/2016	257	Diamond Hill Lrg Cap	$5,616	$5,606	$10
5/1/2011	10/20/2015	1,901	GS Core Fixed Income I shares	$20,000	$18,974	$1,026
6/1/2008	2/16/2016	8,110	GS High Yield INST Shares	$46,552	$58,596	($12,044)
10/17/2011	2/16/2016	9,615	GS High Yield INST Shares	$55,192	$69,472	($14,280)
2/15/2012	2/16/2016	8,028	GS High Yield INST Shares	$46,082	$58,004	($11,922)
10/9/2012	2/16/2016	8,576	GS Intl Real Estate Securities	$46,994	$92,807	($45,813)
12/10/2012	2/16/2016	754	GS Intl Real Estate Securities	$4,134	$4,594	($460)
6/27/2013	2/16/2016	134	GS Intl Real Estate Securities	$737	$827	($90)
12/10/2013	2/16/2016	346	GS Intl Real Estate Securities	$1,895	$2,154	($259)
6/27/2014	2/16/2016	157	GS Intl Real Estate Securities	$858	$1,037	($179)
12/9/2014	2/16/2016	161	GS Intl Real Estate Securities	$884	$1,007	($123)
12/30/2014	2/16/2016	89	GS Intl Real Estate Securities	$489	$556	($67)
9/1/2012	2/16/2016	3,506	GS Real Estate Institutional	$64,048	$56,091	$7,957
9/28/2012	2/16/2016	26	GS Real Estate Institutional	$470	$396	$74
3/27/2013	2/16/2016	36	GS Real Estate Institutional	$656	$595	$62
6/27/2013	2/16/2016	26	GS Real Estate Institutional	$480	$433	$47
9/30/2013	2/16/2016	28	GS Real Estate Institutional	$510	$446	$64
3/28/2014	2/16/2016	37	GS Real Estate Institutional	$669	$625	$44
6/27/2014	2/16/2016	22	GS Real Estate Institutional	$408	$411	($3)
9/29/2014	2/16/2016	20	GS Real Estate Institutional	$362	$352	$10
12/13/2013	2/25/2016	671	Harbor Int'l Fund	$37,078	$46,120	($9,041)
12/18/2013	2/25/2016	16	Harbor Int'l Fund	$856	$1,048	($192)
10/15/2014	2/25/2016	22	Harbor Int'l Fund	$1,223	$1,448	($225)
12/17/2014	2/25/2016	29	Harbor Int'l Fund	$1,583	$1,875	($292)
12/19/2014	2/25/2016	17	Harbor Int'l Fund	$914	$1,088	($175)
12/19/2014	2/29/2016	222	IShares Russell Top 200 Grwth	$11,220	$11,026	$193
4/2/2014	10/22/2015	104	MSIF Inc Growth	$4,199	$4,241	($42)
4/2/2014	12/9/2015	59	MSIF Inc Growth	$2,577	$2,390	$187
4/2/2014	2/25/2016	229	MSIF Inc Growth	$8,065	$9,312	($1,247)
4/2/2014	4/1/2016	30	MSIF Inc Growth	$1,163	$1,237	($74)
10/1/2007	2/29/2016	3,800	Non-US Equity portfolio 4 LLC	$367,018	$142,677	$224,341
2/26/2010	2/29/2016	550	Non-US Equity portfolio 4 LLC	$53,104	$20,644	$32,460
6/29/2012	2/29/2016	275	Non-US Equity portfolio 4 LLC	$26,539	$10,317	$16,222
6/29/2012	3/17/2016	532	Non-US Equity portfolio 4 LLC	$51,404	$19,973	$31,431
1/31/2013	12/9/2015	10	RidgeWorth Seix Floating Rate High Income Fund	$81	$88	($7)
1/31/2013	2/25/2016	393	RidgeWorth Seix Floating Rate High Income Fund	$3,166	$3,555	($389)
2/4/2013	2/25/2016	6	RidgeWorth Seix Floating Rate High Income Fund	$50	$56	($6)
3/4/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$66	$74	($8)
4/2/2013	2/25/2016	9	RidgeWorth Seix Floating Rate High Income Fund	$75	$84	($9)
5/2/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$66	$74	($9)
5/31/2013	2/25/2016	108	RidgeWorth Seix Floating Rate High Income Fund	$872	$981	($109)
6/4/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$68	$76	($9)
7/2/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$68	$76	($8)
8/1/2013	2/25/2016	9	RidgeWorth Seix Floating Rate High Income Fund	$69	$77	($8)
9/4/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$68	$76	($8)
10/2/2013	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$66	$74	($8)
11/4/2013	2/25/2016	9	RidgeWorth Seix Floating Rate High Income Fund	$70	$79	($9)
12/3/2013	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$55	$62	($7)
12/20/2013	2/25/2016	0	RidgeWorth Seix Floating Rate High Income Fund	$0	$0	$0
1/3/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$57	$64	($7)
2/4/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$57	$65	($7)
3/4/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$55	$61	($7)
4/2/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$60	$67	($8)
5/2/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$56	$63	($7)
6/3/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$57	$65	($7)
7/2/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$55	$62	($7)
8/4/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$58	$65	($7)
9/3/2014	2/25/2016	8	RidgeWorth Seix Floating Rate High Income Fund	$64	$71	($8)
10/2/2014	2/25/2016	7	RidgeWorth Seix Floating Rate High Income Fund	$59	$66	($6)
11/4/2014	2/25/2016	5	RidgeWorth Seix Floating Rate High Income Fund	$40	$44	($4)
12/2/2014	2/25/2016	2	RidgeWorth Seix Floating Rate High Income Fund	$20	$22	($2)
12/17/2014	2/25/2016	34	RidgeWorth Seix Floating Rate High Income Fund	$275	$295	($20)
12/18/2014	2/25/2016	0	RidgeWorth Seix Floating Rate High Income Fund	$2	$2	($0)
1/2/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$21	$23	($2)
2/2/2015	2/25/2016	3	RidgeWorth Seix Floating Rate High Income Fund	$22	$24	($2)
12/17/2013	10/22/2015	1,153	Sterling Capital Dvd Value	$22,007	$21,499	$507
12/31/2013	10/22/2015	7	Sterling Capital Dvd Value	$136	$138	($2)
7/5/2012	1/1/2016	5,194	Stone Harbor Local Markets	$37,861	$55,000	($17,139)
8/24/2012	1/1/2016	29	Stone Harbor Local Markets	$211	$312	($101)
11/27/2012	1/1/2016	28	Stone Harbor Local Markets	$207	$313	($106)
12/19/2012	1/1/2016	26	Stone Harbor Local Markets	$189	$289	($100)
12/19/2012	1/1/2016	2	Stone Harbor Local Markets	$16	$24	($8)
12/19/2012	1/1/2016	6	Stone Harbor Local Markets	$41	$63	($22)
2/22/2013	1/1/2016	28	Stone Harbor Local Markets	$206	$317	($111)
5/24/2013	1/1/2016	73	Stone Harbor Local Markets	$535	$797	($262)
8/23/2013	1/1/2016	28	Stone Harbor Local Markets	$204	$269	($65)
11/22/2013	1/1/2016	6	Stone Harbor Local Markets	$40	$54	($14)
12/18/2013	1/1/2016	11	Stone Harbor Local Markets	$82	$108	($26)
12/18/2013	1/1/2016	17	Stone Harbor Local Markets	$123	$163	($39)
2/21/2014	1/1/2016	6	Stone Harbor Local Markets	$42	$54	($12)
8/22/2014	1/1/2016	6	Stone Harbor Local Markets	$40	$55	($14)
12/19/2014	1/1/2016	70	Stone Harbor Local Markets	$510	$601	($90)
1/13/2011	2/25/2016	6,593	Wilm Int Strategic Allocaton Multi Mgr	$42,657	$49,316	($6,659)
3/15/2011	2/25/2016	34	Wilm Int Strategic Allocaton Multi Mgr	$218	$245	($27)
6/15/2011	2/25/2016	165	Wilm Int Strategic Allocaton Multi Mgr	$1,069	$1,221	($152)
9/16/2011	2/25/2016	66	Wilm Int Strategic Allocaton Multi Mgr	$426	$428	($2)

10/5/2011	2/25/2016	1,074	Wilm Int Strategic Allocaton Multi Mgr	$6,947	$6,442	$505
10/5/2011	4/1/2016	489	Wilm Int Strategic Allocaton Multi Mgr	$3,395	$2,935	$460
3/8/2012	4/1/2016	21	Wilm Int Strategic Allocaton Multi Mgr	$143	$138	$5
6/21/2012	4/1/2016	261	Wilm Int Strategic Allocaton Multi Mgr	$1,810	$1,612	$198
8/30/2012	4/1/2016	16	Wilm Int Strategic Allocaton Multi Mgr	$109	$101	$8
8/30/2012	6/16/2016	362	Wilm Int Strategic Allocaton Multi Mgr	$2,473	$2,317	$156
10/13/2010	8/12/2015	1,252	Wilm Lrg Cap Strat Alloc Fd	$23,280	$13,249	$10,031
10/13/2010	12/9/2015	61	Wilm Lrg Cap Strat Alloc Fd	$1,049	$644	$405
10/13/2010	2/25/2016	201	Wilm Lrg Cap Strat Alloc Fd	$3,156	$2,130	$1,027
10/13/2010	4/1/2016	157	Wilm Lrg Cap Strat Alloc Fd	$2,641	$1,662	$979
10/13/2010	6/16/2016	654	Wilm Lrg Cap Strat Alloc Fd	$11,113	$6,916	$4,197
12/21/2010	6/16/2016	87	Wilm Lrg Cap Strat Alloc Fd	$1,481	$1,001	$480
3/15/2011	6/16/2016	56	Wilm Lrg Cap Strat Alloc Fd	$944	$652	$292
6/15/2011	6/16/2016	74	Wilm Lrg Cap Strat Alloc Fd	$1,261	$862	$400
9/16/2011	6/16/2016	85	Wilm Lrg Cap Strat Alloc Fd	$1,438	$936	$503
10/5/2011	6/16/2016	1,009	Wilm Lrg Cap Strat Alloc Fd	$17,149	$10,391	$6,759
3/6/2007	12/9/2015	7	Wilm Real Estate Port Instit	$88	$106	($18)
10/30/2013	8/3/2015	1,495	Wilm Small Cp Strat Alloc Fd	$21,965	$21,546	$419
12/23/2013	8/3/2015	16	Wilm Small Cp Strat Alloc Fd	$232	$232	($0)
3/21/2014	8/3/2015	4	Wilm Small Cp Strat Alloc Fd	$62	$65	($3)
6/23/2014	8/3/2015	11	Wilm Small Cp Strat Alloc Fd	$160	$166	($6)
			Total Long-Term Sales	$1,078,487	$859,176	$219,311
			TOTALS	$1,339,875	$1,142,706	$197,170

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
INTEREST INCOME	372.	372.	
TOTAL TO PART I, LINE 3	372.	372.	

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
DIVIDEND INCOME FROM NON-US EQUITY MANAGERS K-1	23,062.	0.	23,062.	23,062.	
INTEREST INCOME FROM 1201 NORTH MARKET ST K-1	17.	0.	17.	17.	
OTHER DIVIDEND INCOME FROM SECURITIES	77,717.	0.	77,717.	77,717.	
TO PART I, LINE 4	100,796.	0.	100,796.	100,796.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
1201 NORTH MARKET ST, LLC K-1, NON-RESIDENTIAL RENTAL	1	194,282.
TOTAL TO FORM 990-PF, PART I, LINE 5A		194,282.

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FORM 990-PF	RENTAL EXPENSES		STATEMENT 4
DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
VARIOUS RENTAL EXPENSES FROM 1201 NORTH MARKET STREET, LLC K-1		192,398.	
VARIOUS NET LOSS FROM RENTAL ACTIVITIES OF 1201 NORTH MARKET STREET, LLC K-1		8,025.	
- SUBTOTAL -	1		200,423.
TOTAL RENTAL EXPENSES			200,423.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			-6,141.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 5

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		(F) GAIN OR LOSS
261,388.	283,530.	0.	0.		-22,142.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		(F) GAIN OR LOSS
1,078,487.	859,176.	0.	0.		219,311.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ST CAPITAL LOSS FROM K-1 NON-US EQUITY MANAGERS			PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		(F) GAIN OR LOSS
0.	586.	0.	0.		-586.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LT CAPITAL GAIN FROM K-1 NON-US EQUITY MANAGERS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
53,500.	0.	0.	0.	53,500.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS DELAWARE LC GROWTH ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	34,475.	0.	0.	-34,475.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS DELAWARE LC GROWTH LT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
144,377.	0.	0.	0.	144,377.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS DJ GREENE ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
207.	0.	0.	0.	207.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS DJ GREENE LT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,670.	0.	0.	0.	7,670.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS INVESCO ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,160.	0.	0.	0.	2,160.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GMS INVESCO LT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	2,133.	0.	0.	-2,133.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN, SACHS & CO ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
835.	0.	0.	0.	835.

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(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN, SACHS & CO LT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,569.	0.	0.	0.	3,569.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HERNDON ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	7,464.	0.	0.	-7,464.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HERNDON LT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
133,570.	0.	0.	0.	133,570.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WT BROKERAGE ST	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
370.	0.	0.	0.	370.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WT BROKERAGE LT			PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
14,539.	0.	0.	0.	14,539.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GS ROTHSCHILD			PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	65,887.	0.	0.	-65,887.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
GOLDMAN, SACHS & CO			PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
22,504.	0.	0.	0.	22,504.

(A) DESCRIPTION OF PROPERTY	NAME OF BUYER	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF 1201 N MARKET STREET, LLC	MARKET STREET SPE, LLC	DONATED	08/20/03	11/30/15

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,083,914.	1,347,325.	0.	0.	736,589.

NET GAIN OR LOSS FROM SALE OF ASSETS	1,206,514.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,206,514.

FORM 990-PF OTHER INCOME STATEMENT 6

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 NON-US EQUITY MANAGERS OTHER INCOME	1,918.	1,918.	
OTHER INVESTMENTS' LOSS	-637.	-637.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,281.	1,281.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HODSON SERVICES, LLC	1,649.	82.		1,567.
TO FORM 990-PF, PG 1, LN 16C	1,649.	82.		1,567.

FORM 990-PF TAXES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	367.	18.		349.
FOREIGN TAXES	2,065.	2,065.		0.
EXCISE TAX	1,930.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,362.	2,083.		349.

FORM 990-PF — OTHER EXPENSES — STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	27,144.	27,144.		0.
OFFICE SUPPLIES	1,794.	0.		1,794.
POSTAGE	951.	0.		951.
INVESTMENT FEES - NON-US EQUITY MANAGERS	11,545.	11,545.		0.
BANK FEES	45.	0.		45.
UTILITY EXPENSE	1,532.	0.		1,532.
EQUIPMENT AND FURNITURE	60.	0.		60.
PRINTING	15.	0.		15.
VARIOUS RENTAL EXPENSES FROM 1201 NORTH MARKET STREET, LLC K-1	192,398.	0.		0.
VARIOUS NET LOSS FROM RENTAL ACTIVITIES OF 1201 NORTH MARKET STREET, LLC K-1	8,025.	0.		0.
TO FORM 990-PF, PG 1, LN 23	243,509.	38,689.		4,397.

FORM 990-PF — OTHER INCREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 10

DESCRIPTION	AMOUNT
ADJUSTMENT FOR FMV STEP-DOWN OF INHERITED PROPERTY	1,946.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,946.

FORM 990-PF — OTHER DECREASES IN NET ASSETS OR FUND BALANCES — STATEMENT 11

DESCRIPTION	AMOUNT
TAX TO BOOK DIFFERENCES ON K-1 FROM NON-US EQUITY MANAGERS	92,313.
TOTAL TO FORM 990-PF, PART III, LINE 5	92,313.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE EQUITY	50,000.	1.
TOTAL TO FORM 990-PF, PART II, LINE 10B	50,000.	1.

FORM 990-PF OTHER INVESTMENTS STATEMENT 13

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS AND MONEY MARKET	FMV	4,170,725.	4,307,737.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,170,725.	4,307,737.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS AND INTEREST RECEIVABLE	111.	110.	110.
TO FORM 990-PF, PART II, LINE 15	111.	110.	110.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JAMES H. GILLIAM, SR. P.O. BOX 2364 WILMINGTON, DE 19899-2364	PRESIDENT 6.00	1,875.	0.	0.
PATRICE GILLIAM-JOHNSON P.O. BOX 2364 WILMINGTON, DE 19899-2364	VICE PRESIDENT 10.00	23,428.	0.	0.
ALEXIS R. GILLIAM-LERNER P.O. BOX 2364 WILMINGTON, DE 19899-2364	CHAIRMAN 6.00	5,625.	0.	0.
LESLIE B. GILLIAM P.O. BOX 2364 WILMINGTON, DE 19899-2364	SECRETARY - TREASURER 9.00	5,625.	0.	0.
BERNARD FISHER P.O. BOX 2364 WILMINGTON, DE 19899-2364	ASSISTANT TREASURER 4.00	17,174.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		53,727.	0.	0.