

Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service

► 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.

Open to Public Inspection

For calendar year 2015 or tax year beginning 10/01/15, and ending 09/30/16

Name of foundation MILDRED SHEFFIELD WELLS CHAR. TRUST C/O BANK OF AMERICA		A Employer identification number 56-6505336
Number and street (or P.O. box number if mail is not delivered to street address) 4242 SIX FORKS RD 17TH FL US TRUST	Room/suite	B Telephone number (see instructions) 252-756-8888
City or town, state or province, country, and ZIP or foreign postal code RALEIGH NC 27609		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1 Foreign organizations check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,350,284	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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) (see instructions))		(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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	112,218	112,218		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,646			
	b Gross sales price for all assets on line 6a 1,667,978				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	106,572	112,218	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	102,958	49,828		53,130
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 1	7,825	3,912		3,913
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 2	5,342			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att. sch.) Stmt 3	1,197			1,197
	24 Total operating and administrative expenses. Add lines 13 through 23	117,322	53,740	0	58,240
	25 Contributions, gifts, grants paid	273,018			273,018
26 Total expenses and disbursements. Add lines 24 and 25	390,340	53,740	0	331,258	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-283,768				
b Net investment income (if negative, enter -0-)		58,478			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF '2015

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Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	110,952	144,064	144,064
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 4	5,074,449	4,757,569	6,206,220
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
Liabilities	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	5,185,401	4,901,633	6,350,284
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 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. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	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	5,185,401	4,901,633	
	30 Total net assets or fund balances (see instructions)	5,185,401	4,901,633	
	31 Total liabilities and net assets/fund balances (see instructions)	5,185,401	4,901,633	

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	5,185,401
2 Enter amount from Part I, line 27a	2	-283,768
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,901,633
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,901,633

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 SALE OF PUBLICLY TRADED SECURITIES	P	Various	Various
b SALE OF PUBLICLY TRADED SECURITIES	P	Various	Various
c VARIOUS FUNDS			
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 442,883		488,490	-45,607
b 1,126,368		1,185,134	-58,766
c 98,727			98,727
d			
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j) if any	(l) Gains (Col (h) gain minus col (k) but not less than -0-) or Losses (from col (h))
a			-45,607
b			-58,766
c			98,727
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	-5,646
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>	3	

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	318,313	6,716,828	0.047390
2013	319,416	6,809,347	0.046908
2012	299,012	6,342,400	0.047145
2011	307,619	6,000,045	0.051269
2010	286,899	6,246,607	0.045929

2 Total of line 1, column (d)	2	0.238641
3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.047728
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	6,214,130
5 Multiply line 4 by line 3	5	296,588
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	585
7 Add lines 5 and 6	7	297,173
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	331,258

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	585
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	585
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	585
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	5,416
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	5,416
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	4,831
11	Enter the amount of line 10 to be Credited to 2016 estimated tax <input type="checkbox"/> 585 Refunded <input type="checkbox"/>	11	4,246

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

N/A

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
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 ► N/A	13	X	
14	The books are in care of ► JAMES G SULLIVAN 1100 CONFERENCE DRIVE Located at ► GREENVILLE NC ZIP+4 ► 27858 Telephone no ► 252-756-8888			
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			
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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	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 ► N/A	1b		
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? N/A	1c		
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 ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	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 ► 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	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** ☒

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 (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BANK OF AMERICA 421 FAYETTEVILLE ST RALEIGH NC 27601	TRUSTEE 7.30	66,438	0	0
JAMES G SULLIVAN 1100 CONFERENCE DRIVE GREENVILLE NC 27858	CHAIRMAN 2.29	20,900	0	0
DANNY MCNALLY 502 BREMERSTON DRIVE GREENVILLE NC 27858	MEMBER 0.50	4,620	0	0
ROBERT HUDAK 401 E 4TH STREET GREENVILLE NC 27858	MEMBER 1.20	11,000	0	0

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

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

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

0

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

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

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 (see instructions)

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	

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	5,832,663
b	Average of monthly cash balances	1b	476,098
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	6,308,761
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	6,308,761
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	94,631
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,214,130
6	Minimum investment return. Enter 5% of line 5	6	310,707

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	310,707
2a	Tax on investment income for 2015 from Part VI, line 5	2a	585
b	Income tax for 2015 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	585
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	310,122
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	310,122
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	310,122

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	331,258
b	Program-related investments – total from Part IX-B	1b	
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	331,258
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 (see instructions)	5	585
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	330,673

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				310,122
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			327,447	
b Total for prior years 20____, 20____, 20____				
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				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ <u>331,258</u>				
a Applied to 2014, but not more than line 2a			327,447	
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2015 distributable amount				3,811
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				306,311
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)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a				
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				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a 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))
N/A

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
N/A

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
DIST COMMITTEE 252-756-8888
1100 CONFERENCE DR GREENVILLE NC 27858

b The form in which applications should be submitted and information and materials they should include
APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

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
See Statement 5

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Statement 6				273,018
Total			3a	273,018
b Approved for future payment VIDANT MEDICAL CENTER FOUNDATION P.O. BOX 8489 GREENVILLE NC 27835-8489	N/A	501C3 501C3	PURPOSES	50,000
Total			3b	50,000

Part XVI-A Analysis of Income-Producing Activities

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
		14	112,218	
		14	98,727	-104,373
		0	210,945	-104,373

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

(See worksheet in line 13 instructions to verify calculations)

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

Line No.

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

N/A

Federal Statements

56-6505336

FYE: 9/30/2016

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
SULLIVAN, SHEARIN & COMPANY	\$ 7,825	\$ 3,912	\$	\$ 3,913
Total	\$ 7,825	\$ 3,912	\$ 0	\$ 3,913

Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX CURRENT YR EST PMTS	\$ 5,342	\$	\$	\$
Total	\$ 5,342	\$ 0	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses		\$	\$	
DIST. COMMITTEE INSURANCE	1,197			1,197
Total	\$ 1,197	\$ 0	\$ 0	\$ 1,197

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE SCHEDULE	\$ 5,074,449	\$ 4,757,569		\$ 6,206,220
Total	\$ 5,074,449	\$ 4,757,569		\$ 6,206,220

Federal Statements**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description

APPLICATION FORMS AVAILABLE AT ABOVE ADDRESS

Form 990-PF, Part XV, Line 2c - Submission DeadlinesDescription

NONE

Statement 5 - Form 990-PF, Part XV, Line 2d - Award Restrictions or LimitationsDescription

501C3 ORGANIZATIONS WITHIN PITT COUNTY, NORTH CAROLINA,
OR 501C3 ORGANIZATIONS ENGAGED IN ARTHRITIC OR CANCER
RESEARCH WHEREVER LOCATED

Federal Statements

1/11/2017 6:15 AM

Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name		Address		Relationship	Status	Purpose	Amount
Address							
THE SALVATION ARMY		2337 DICKINSON AVE				501C3 PURPOSES	5,139
GREENVILLE NC 27834	N/A	501C3					
BOYS & GIRLS CLUB OF COASTAL PLAIN	N/A	FIRETOWER ROAD				501C3 PURPOSES	17,638
WINTERVILLE NC 28590	N/A	501C3					
ST PAULS EPISCOPAL CHURCH	N/A	401 E 4TH STREET				501C3 PURPOSES	55,138
GREENVILLE NC 27858	N/A	501C3					
OPERATION SUNSHINE INC	N/A	P.O. BOX 3412				501C3 PURPOSES	7,000
GREENVILLE NC 27836	N/A	501C3					
GREENVILLE CHORAL SOCIETY	N/A	P.O. BOX 1357				501C3 PURPOSES	11,500
GREENVILLE NC 27835	N/A	501C3					
CHURCHES OUTREACH NETWORK	N/A	P.O. BOX 31045				501C3 PURPOSES	15,603
GREENVILLE NC 27833	N/A	501C3					
FOOD BANK OF CENTRAL & EASTERN NC	N/A	1712 UNION STREET				501C3 PURPOSES	10,000
GREENVILLE NC 27834	N/A	501C3					
GREENVILLE COMMUNITY SHELTERS	N/A	207 MANHATTAN AVENUE				501C3 PURPOSES	25,000
GREENVILLE NC 27834	N/A	501C3					
VIDANT MEDICAL CENTER FOUNDATION	N/A	P.O. BOX 8489				501C3 PURPOSES	25,000
GREENVILLE NC 27835-8489	N/A	501C3					
PITT COUNTY COUNCIL ON AGING	N/A	4551 COUNTY HOME ROAD				501C3 PURPOSES	26,000
GREENVILLE NC 27858	N/A	501C3					
LEROY JAMES FARMERS MARKET	N/A	403 GOVERNMENT CIRCLE				5013C PURPOSES	30,000
GREENVILLE NC 27834	N/A	501C3					
STERM EAST NETWORK	N/A	1020 RED BANKS ROAD				501C3 PURPOSES	30,000
GREENVILLE NC 27858	N/A	501C3					
HORIZONS THE OAKWOOD SCHOOL	N/A	4000 MACGREGOR DOWNS RD				501C3 PURPOSES	15,000
GREENVILLE NC 27834	N/A	501C3					
Total							273,018

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2016

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
	<u>CORPORATE STOCK</u>		
131	ABBVIE INC	8,262 17	8,181 32
250	ACCENTURE PLC	30,542 50	16,744 28
106	ACI WORLDWIDE INC	2,054 28	2,541 77
72	ACTIVISION BLIZZARD INC	3,189 60	2,712 27
45	ADVANCED ENERGY INDS	2,129 40	1,522 70
13	AFFILIATED MANAGERS GROUP	1,881 10	2,236 28
113	AKORN INC	3,080 38	3,456 75
51	ALIGN TECHNOLOGY INC	4,781 25	2,832 08
50	ALLERGAN PLC	11,515 50	12,702 10
80	ALPHABET INC CLASS C	62,183 20	46,313 97
70	ALPHABET INC CLASS A	56,284 20	40,642 78
250	ALTRIA GROUP INC	15,807 50	2,832 32
196	ALTRIA GROUP INC	12,393 08	4,824 09
30	AMAZON COM INC	25,119 30	6,336 69
61	AMERICAN ELEC PWR INC	3,916 81	1,888 20
700	AMERICAN EXPRESS CO	44,828 00	28,200 88
350	AMERICAN INTL GROUP INC	20,769 00	14,567 69
25	AMERISOURCEBERGEN CORP	2,019 50	994 63
154	ANHEUSER BUSCH INBEV	20,237 14	15,365 51
700	APPLE INC	79,135 00	73,683 58
133	APPLE INC	15,035 65	10,775 45
29	ARISTA NETWORKS INC	2,467 32	2,256 97
28	AUTOLIV INC	2,990 40	1,830 21
73	AUTOMATIC DATA PROCESSING INC	6,438 60	2,274 20
25	AUTOZONE INC	19,208 50	9,052 61
48	BANK OF THE OZARKS INC	1,843 20	2,153 75
33	BE AEROSPACE INC	1,704 78	1,616 44
525	BERKSHIRE HATHAWAY INC	75,846 75	43,120 45
111	BIOGEN IDEC INC	34,746 33	13,097 90
150	BLACKROCK INC	54,369 00	46,775 42
21	BLACKROCK INC	7,611 66	3,601 39
9514	748 BLACKSTONE ALTERNATIVE MULTI-STRATEGY FUND	96,955 28	100,000 00
12	BOSTON BEER INC	1,863 12	2,282 98
5672	678 BOSTON PARTNERS LONG/SHORT RESH FUND	85,770 89	85,000 00
300	BRISTOL MYERS SQUIBB CO	16,176 00	12,330 96
46	BRISTOL MYERS SQUIBB CO	2,480 32	3,064 08
53	BROADRIDGE FINL SOLUTIONS INC	3,592 87	2,895 43
62	BROADSOFT INC	2,886 10	2,349 52
41	BURLINGTON STORES INC	3,321 82	2,311 86
3141	725 CAMBIAR INTL EQUITY FUND	76,469 59	75,000 00
40	CANADIAN NATIONAL RAILWAY	2,616 00	1,514 50
90	CANADIAN PAC RY LTD	13,743 00	12,047 33
30	CARTER HLDGS INC	2,601 30	3,020 90
141	CBRE GROUP INC	3,945 18	2,897 55
400	CBS CORP	21,896 00	17,032 75
50	CELGENE CORP	5,226 50	4,323 45
58	CENTENE CORP	3,883 68	2,158 91
58	CHENIERE ENERGY INC	2,528 80	2,080 20
550	CHEVRON CORP	56,606 00	19,507 30
74	CHEVRON CORP	7,616 08	7,503 66
39	CHINA LODGING GROUP LTD	1,758 51	1,520 55
93	CHUBB CORP	11,685 45	8,717 66
423	CISCO SYS INC	13,417 56	9,980 54
382	CITIGROUP INC	18,041 86	16,078 01
75	CLOROX CO	9,388 50	5,028 12
82	CME GROUP INC	8,570 64	5,031 32
11126	56 CMG ULTRA SHORT TERM BOND FUND	100,250 31	100,027 78
78	CMS ENERGY CORP	3,276 78	1,680 51
250	COCA COLA CO	10,580 00	6,418 23
14434	79 COHEN & STEERS PFD SECS & INCOME FUND INC	201,365 32	200,000 99
15369	848 COLUMBIA DIVIDEND INCOME FUND	288,645 75	250,000 00

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2016

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
2082 949	COLUMBIA GLOBAL TECHNOLOGY GROWTH FUND	47,303 77	20,000 00
10367 569	COLUMBIA SELECT LARGE CAP GROWTH FUND	173,138 40	150,000 00
300	COMCAST CORP	19,902 00	11,851 40
226	COMCAST CORP	14,992 84	11,837 73
13	CORE LABORATORIES	1,460 29	2,109 95
31	CROWN CASTLE INTL CORP	2,920 51	2,666 56
125	CVS HEALTH CORP	11,123 75	12,209 25
125	CVS HEALTH CORP	11,123 75	10,143 02
100	DANAHER CORP	7,839 00	8,126 88
53	DAVE & BUSTERS ENTMT INC	2,076 54	2,138 76
19 506	DELL TECHNOLOGIES INC	932 39	-
47	DEXCOM INC	4,120 02	2,233 81
30	DIAMONDBACK ENERGY INC	2,896 20	2,339 48
700	DISNEY WALT CO	65,002 00	60,425 90
54	DOLBY LABORATORIES INC	2,931 66	2,122 94
34	DOMINION RES INC	2,525 18	1,723 62
9174 312	DOUBLELINE TOTAL RETURN BD FUND	100,183 49	100,000 00
63	DOVER CORP	4,639 32	2,236 80
52	DOW CHEM CO	2,695 16	2,428 66
74	DUKE RLTY CORP	2,022 42	2,040 06
46	DUNKIN BRANDS GROUP INC	2,395 68	2,408 23
16837 096	EATON VANCE	148,503 19	150,000 51
214	EBAY INC	7,040 60	4,244 40
100	ECOLAB INC	12,172 00	12,276 85
162	ENTEGRIS INC	2,822 04	1,392 07
225	EOG RES INC	21,759 75	20,690 91
11	ESSEX PTY TR INC	2,449 70	2,567 94
66	EVERSOURCE ENERGY	3,575 88	3,245 38
20	EXPRESS SCRIPTS HLDG CO	1,410 60	1,129 80
550	EXXON MOBILE CORP	48,004 00	14,517 89
219	EXXON MOBILE CORP	19,114 32	15,976 33
34	F5 NETWORKS INC	4,237 76	3,199 35
29201 733	FEDERATED STRATEGIC VALUE FUND	180,466 71	150,000 00
5025 146	FIDELITY ADVISOR FLOATING RATE HIGH INCOME FUND	47,990 14	50,000 00
67	FIRST REP BK SAN FRANCISCO	5,166 37	2,674 57
81	FOOT LOCKER INC	5,485 32	4,043 71
98	FORTINET INC	3,619 14	3,471 50
29	GARTNER GROUP INC	2,565 05	1,277 10
67	GENERAL DYNAMICS CORP	10,395 72	10,019 43
1300	GENERAL ELEC CO	38,506 00	28,375 83
117	GENERAL MLS INC	7,473 96	6,135 40
76	GENPACT LTD	1,820 20	2,146 69
36	GENUINE PARTS CO	3,616 20	3,255 05
525	GILEAD SCIENCES INC	41,538 00	19,299 77
2300 678	GLENMEDE SMALL CAPITALIZATION EQUITY PORTFOLIO INSTL	64,188 92	62,500 00
40	GLOBAL PMTS INC	3,070 40	1,245 62
50	GOLDMAN SACHS GROUP INC	8,063 50	8,281 68
18	GRAINGER WW INC	4,047 12	3,344 62
23	GUIDEWARE SOFTWARE INC	1,379 54	1,221 96
1782 773	HARBOR INTERNATIONAL FUND	110,977 62	92,531 76
61	HAWAIIAN HLDGS INC	2,964 60	2,641 68
96	HD SUPPLY HLDGS INC	3,070 08	2,804 10
164	HOME DEPOT INC	21,103 52	7,599 52
114	HOME DEPOT INC	14,669 52	2,203 26
650	HONEYWELL INTL INC	75,783 50	18,605 99
125	HONEYWELL INTL INC	14,573 75	7,828 02
75	HORIZON PHARMA PLC	1,359 75	2,424 58
44	IAC / INTERACTIVE CORP	2,748 68	1,672 72
42	ICON PLC	3,249 54	2,312 55
31	IDEXX LABS INC	3,494 63	2,313 92
66	IMAX CORP	1,912 02	2,207 09
179	INTEL CORP	6,757 25	2,705 42
45	INTERACTIVE BROKERS GROUP INC	1,587 15	976 70

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2016

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
225	INTERNATIONAL BUSINESS MACHS	35,741 25	18,664 39
125	INTERPUBLIC GROUP COS INC	2,793 75	2,886 97
1455 604	INVESCO INTL GROWTH FUND	46,579 33	50,000 00
65	IONIS PHARMACEUTICALS INC	2,381 60	2,601 47
550	ISHARES RUSSELL 1000 GROWTH ETF	57,293 50	42,422 13
800	ISHARES RUSSELL 2000 ETF	99,368 00	52,236 92
300	ISHARES TR S&P GLOBAL INFO TECHNOLOGY	33,213 00	16,671 33
1000	ISHARES US PFD STK ETF	39,500 00	37,907 99
980 21	JANUS ENTERPRISE FUND	94,688 29	85,000 00
22	JAZZ PHARMACEUTICALS PLC	2,672 56	2,738 24
4870 429	JOHN HANCOCK FDS III DISCIPLINED VALUE MID CAP FUND	101,986 78	85,000 00
500	JOHNSON & JOHNSON	59,065 00	14,287 50
181	JOHNSON & JOHNSON	21,381 53	13,828 78
293	J P MORGAN CHASE & CO	19,510 87	14,438 40
1304 894	J P MORGAN US LARGE CAP CORE PLUS	36,510 93	25,000 00
1995 487	KALMAR GROWTH WITH VALUE SMALL CAP FUND	31,468 83	31,137 32
200	KANSAS CITY SOUTHERN	18,664 00	11,135 85
118	KAPSTONE PAPER & PACKAGING CORP	2,232 56	991 63
41	KIMBERLY CLARK CORP	5,171 74	2,791 46
150	KRAFT HEINZ CORP	13,426 50	7,690 09
60	LABORATORY CORP AMER HLDGS	8,248 80	5,223 44
52	LAM RESEARCH CORP	4,924 92	4,151 14
125	LOCKHEED MARTIN CORP	29,965 00	17,777 42
42	LOCKHEED MARTIN CORP	10,068 24	8,269 19
50	LYONDELLBASELL INDUSTRIES	4,033 00	4,335 18
36	MANHATTAN ASSOCS INC	2,074 32	966 61
15	MARKETAXESS HLDGS INC	2,483 85	985 47
108	MARRIOTT INTL INC	7,271 64	-
138	MARSH & MCLENNAN COS INC	9,280 50	5,387 89
49	MCDONALDS CORP	5,652 64	2,682 14
53	MEDIDATA SOLUTIONS INC	2,955 28	2,529 39
80	MEDIVATION INC	6,512 00	3,142 32
200	MEDTRONIC PLC	17,280 00	17,592 64
53	MEDTRONIC PLC	4,579 20	4,039 16
35	MERCADOLIBRE INC	6,473 95	4,561 41
251	MERCK & CO INC	15,664 91	10,122 60
19115 985	METRO WEST T/R BD CL I	210,658 15	196,546 99
99	MICHAELS COS INC	2,392 83	2,675 79
700	MICROSOFT CORP	40,320 00	17,718 33
443	MICROSOFT CORP	25,516 80	14,180 33
31	MIDDLEBY CORP	3,832 22	3,409 89
115	MOMENTA PHARMACEUTICALS INC	1,344 35	1,271 70
400	MONDELEZ INTL INC	17,560 00	11,553 74
158	MONSANTO CO	16,147 60	9,696 98
8669 264	NATIXIS FDS TR II ASG GLOBAL ALTERNATIVES FUND	85,305 56	100,000 00
203	NAVIENT CORP	2,937 41	2,842 27
150	NESTLE	11,844 90	9,465 16
39	NEXTERA ENERGY INC	4,770 48	2,043 88
350	NIKE INC	18,427 50	5,432 27
38	NORDSON CORP	3,785 94	1,995 78
86	NORTHERN TR CORP	5,847 14	6,332 52
94	NORWEGIAN CRUISE LINE HLDGS LTD	3,543 80	3,825 18
100	NOVARTIS	7,896 00	7,026 30
150	NOVO-NORDISK	6,238 50	4,703 61
325	OCCIDENTAL PETE CORP	23,699 00	26,189 17
82	OCCIDENTAL PETE CORP	5,979 44	5,452 74
46	OLD DOMINION FGHT LINE INC	3,156 06	2,348 71
35	OPHTHOTEC CORP	1,614 55	2,495 36
2098 887	OPPENHEIMER INTL GROWTH FUND	77,952 66	75,000 00
28	PARKER HANNIFIN CORP	3,514 84	1 173 24
300	PAYPAL HOLDINGS INC	12,291 00	9,873 84
450	PEPSICO INC	48,946 50	21,492 49
96	PEPSICO INC	10,441 92	9,215 77

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336

FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2016

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
371	PFIZER INC	12,565 77	5,602 28
69	PG&E CORP	4,220 73	3,959 69
141	PHILIP MORRIS INTL INC	13,708 02	5,707 72
150	PHILLIPS 66	12,082 50	8,181 06
8319 468	PIMCO INCOME FUND	100,332 78	100,000 00
88	PNC FINL SVCS GROUP INC	7,927 92	5,960 98
41	POWER INTEGRATIONS INC	2,584 23	2,604 21
38	PRESTIGE BRANDS HLDGS INC	1,834 26	2,161 21
46	PRICE T ROWE GROUP INC	3,059 00	1,281 08
13	PRICELINE GROUP INC	19,129 37	5,686 19
19483 881	PRINCIPAL PFD SECS FUND INSTL	199,514 94	200,000 00
150	PROCTER & GAMBLE CO	13,462 50	4,477 78
83	PROCTER & GAMBLE CO	7,449 25	5,314 55
33	PROTO LABS INC	1,977 03	2,208 18
37	PUBLIC STORAGE INC	8,256 18	5,898 88
1100	QUALCOM INC	75,350 00	26,472 50
91	QUALCOM INC	6,233 50	5,687 38
34	RADIUS HEALTH INC	1,839 06	1,680 48
600	ROCHE HLDG LTD	18,645 60	18,888 71
145	SABRE CORP	4,086 10	4,112 61
200	SCHLUMBERGER LTD	15,728 00	14,521 93
133	SCHLUMBERGER LTD	10,459 12	10,642 38
31	SEMPRA ENERGY	3,322 89	1,736 34
8	SHERWIN WILLIAMS CO	2,213 28	670 16
55	SILGAN HOLDINGS INC	2,782 45	1,947 00
25	SIMON PPTY GROUP INC	5,175 25	3,776 82
89	SKECHERS USA INC	2,038 10	2,638 17
71	SONOCO PRODS CO	3,750 93	3,432 30
57	SPLUNK INC	3,344 76	3,163 00
300	S&P BIOTECH	19,887 00	5,396 25
575	STARBUCKS CORP	31,130 50	16,882 90
88	SUPERNUS PHARMACEUTICALS INC	2,176 24	1,491 20
300	3M CO	52,869 00	24,721 58
38	3M CO	6,696 74	6,697 33
48	TABLEAU SOFTWARE INC	2,652 96	3,527 75
1014 63	TCW SELECT EQUITIES FUND	27,273 25	25,000 00
70	TERADATA CORP	2,170 00	2,274 70
70	TEXAS INSTRS INC	4,912 60	2,555 07
119	TEXAS INSTRS INC	8,351 42	3,841 04
350	THERMO FISHER SCIENTIFIC CORP	55,671 00	17,210 75
1708 386	THORNBURG INTL VALUE FUND	41,035 43	41,583 31
88	TIME WARNER INC	7,005 68	7,473 41
197	TJX COS INC	14,731 66	4,448 84
46	TJX COS INC	3,439 88	3,244 52
73	TOTAL SYS SVCS INC	3,441 95	1,701 34
2622 458	UNDISCOVERED MANAGERS FDS BEHAVIORAL VALUE FUND	161,490 96	150,000 00
1986	UNION PAC CORP	193,694 58	84,451 08
34	UNITED HEALTH GROUP INC	4,760 00	3,853 74
100	UNITED PARCEL SVC INC	10,936 00	9,114 37
93	UNITED RENTALS INC	7,299 57	4,552 00
29	UNITED RENTALS INC	2,276 21	2,203 68
900	UNITED TECHNOLOGIES CORP	91,440 00	38,089 68
25	UNIVERSAL HLTH SVCS INC	3,080 50	1,024 31
127	US BANCORP	5,447 03	3,623 31
72	VALERO ENERGY CORP	3,816 00	5,176 45
1000	VANGUARD REIT	86,740 00	70,297 12
41	VEEVA SYS INC	1,692 48	1,086 21
350	VERIZON COMMUNICATIONS INC	18,193 00	10,868 70
256	VERIZON COMMUNICATIONS INC	13,306 88	8,241 41
500	VISA INC	41,350 00	16,058 11
39	WABTEC CORP	3,184 35	1,029 40
78	WAL-MART STORES INC	5,625 36	5,850 41
86	WASTE MGMT INC	5,483 36	3,483 54

MILDRED SHEFFIELD WELLS CHARITABLE TRUST
EIN 56-6505336FORM 990-PF PART II LINE 10
YEAR ENDED 9-30-2016

UNITS	DESCRIPTION	MARKET VALUE	BOOK VALUE
49	WEC ENERGY GROUP INC	2,934 12	1,674 89
193	WELLS FARGO & CO	8,546 04	6,249 56
66	WILLIAMS SONOMA INC	3,371 28	3,348 27
42	WYNDHAM WORLDWIDE CORP	2,827 86	1,262 94
50	XYLEM INC	2,622 50	2,143 00
139	YAHOO INC	5,990 90	3,469 71
		<u>6,206,219 65</u>	<u>4,757,569 47</u>