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

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

For calendar year 2015 or tax year beginning 11/1/2015, and ending 10/31/2016

Name of foundation ANN EARLE TALCOTT FUND		A Employer identification number 22-6203894		
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite		
City or town Winston Salem		State NC ZIP code 27101-3818		
Foreign country name		Foreign province/state/county		
		Foreign postal code		
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				
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				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 1,988,707	J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis)		
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	39,187	38,837		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	33,601			
b Gross sales price for all assets on line 6a 814,495				
7 Capital gain net income (from Part IV, line 2)		33,601		
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) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	72,788	72,438	0	7,499
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	29,994	22,495		7,499
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)		JAN 1 2011		
b Accounting fees (attach schedule)	1,088			1,088
c Other professional fees (attach schedule)	2,007	OPEN U		2,007
17 Interest				
18 Taxes (attach schedule) (see instructions)	776	438		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
24 Total operating and administrative expenses.				
Add lines 13 through 23	33,865	22,933	0	10,594
25 Contributions, gifts, grants paid	85,000			85,000
26 Total expenses and disbursements. Add lines 24 and 25	118,865	22,933	0	95,594
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-46,077			
b Net investment income (if negative, enter -0-)		49,505		
c Adjusted net income (if negative, enter -0-)			0	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	62,512	83,111	83,111
	3	Accounts receivable ►			
		Less allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,787,154	1,720,695	1,886,639
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,849,666	1,803,806	1,969,750
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (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 ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,849,666	1,803,806	
	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 (see instructions)	1,849,666	1,803,806	
	31	Total liabilities and net assets/fund balances (see instructions)	1,849,666	1,803,806	

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	1,849,666
2	Enter amount from Part I, line 27a	2	-46,077
3	Other increases not included in line 2 (itemize) ► COST BASIS ADJUSTMENT	3	1,387
4	Add lines 1, 2, and 3	4	1,804,976
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	1,170
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,803,806

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
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	33,601		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0		

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	132,974	2,157,636	0.061629
2013	105,176	2,211,919	0.047550
2012	95,319	2,130,436	0.044742
2011	109,604	2,066,752	0.053032
2010	103,484	2,167,371	0.047746

- 2 Total of line 1, column (d)
- 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
- 4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5
- 5 Multiply line 4 by line 3
- 6 Enter 1% of net investment income (1% of Part I, line 27b)
- 7 Add lines 5 and 6
- 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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments

a 2015 estimated tax payments and 2014 overpayment credited to 2015 6a 614

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 7 614

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9 376

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10 0

11 Enter the amount of line 10 to be Credited to 2016 estimated tax ► Refunded ► 11 0

Part VII-A Statements Regarding Activities

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 Yes X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 1b Yes 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 Yes X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 2 Yes 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 Yes X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 4a Yes X

b If "Yes," has it filed a tax return on Form 990-T for this year? 4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 5 Yes 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 Yes 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 Yes X

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►
NJ

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 Yes 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 Yes X

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* 10 Yes X

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	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC	Telephone no. ► 888-730-4933 ZIP+4 ► 27101-3818	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes X No

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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ►	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____.		
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.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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))? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? . . .		► <input type="checkbox"/>	
	Organizations relying on a current notice regarding disaster assistance check here . . .		► <input type="checkbox"/>	
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	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . <i>If "Yes" to 6b, file Form 8870</i>			X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . .			
			7b N/A	

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee	4 00	29,994	

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	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments See instructions		
3	NONE	
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 1,929,625
b	Average of monthly cash balances	1b 74,782
c	Fair market value of all other assets (see instructions)	1c
d	Total (add lines 1a, b, and c)	1d 2,004,407
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2
3	Subtract line 2 from line 1d	3 2,004,407
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4 30,066
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5 1,974,341
6	Minimum investment return. Enter 5% of line 5	6 98,717

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 98,717
2a	Tax on investment income for 2015 from Part VI, line 5	2a 990
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 990
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 97,727
4	Recoveries of amounts treated as qualifying distributions	4
5	Add lines 3 and 4	5 97,727
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 97,727

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 95,594
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 95,594
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
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 95,594

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				97,727
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only				0
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	2,999			
f Total of lines 3a through e	2,999			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 95,594				
a Applied to 2014, but not more than line 2a				
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				95,594
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))	2,133			2,133
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	866			
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				
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				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 (see instructions)				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	866			
10 Analysis of line 9				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014	866			
e Excess from 2015				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling ►				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
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	Check box to indicate whether the foundation is a private operating foundation described in section				
	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
					0
					0
					0
					0
					0
					0
3	Complete 3a, b, or c for the alternative test relied upon				
a	'Assets' alternative test—enter				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	'Endowment' alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

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

GRANT APPLICATIONS MUST BE SUBMITTED ONLINE TO GRANTADMINISTRATION@WELLSFARGO.COM

c Any submission deadlines

JULY 22nd

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

PARAMOUNT CONSIDERATION GIVEN TO A REQUEST WHICH AIDES THE INDIGENT PREFERENCE TO REQUESTS AIDING N

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)				
<i>a Paid during the year</i>				
See Attached Statement				
Total				► 3a 85,000
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		72,788	0
13 Total Add line 12, columns (b), (d), and (e)				13	72,788

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

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

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

**Sign
Here**

John A. Salente SVP Wells Fargo Bank N.A.

1/4/2017

Date _____

► SVP Wells Fargo Bank N.A.

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Da

1/1/2017

Check if
self-employed

[En el sitio](#) ► [Reservar](#)

self-employed 10125

Firm's name ▶ PricewaterhouseCoopers, LLP

Firm's EIN ► 13-4008324

Firm's address ► **600 GRANT STREET, PITTSBURGH, PA 15219-2777**

Phone no 412-355-6000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

THE ARC OF UNION COUNTY

Street

52 FADEM ROAD

City SPRINGFIELD	State NJ	Zip Code 07081	Foreign Country
---------------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

EVA'S VILLAGE INC.

Street

393 MAIN STREET

City PATERSON	State NJ	Zip Code 07501	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

GREATER LIFE INC METRO

Street

272 CHANCELLOR AVENUE

City NEWARK	State NJ	Zip Code 07108	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
--------------------------------------------------------	------------------

Name

THE CENTER FOR GREAT EXPECTATIONS

Street

19B DELLWOOD LN

City SOMERSET	State NJ	Zip Code 08873	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

GOOD SAMARITAN MENTAL HEALTH CHARITY CARE AND CHRISTIAN HEALTH CENTER

Street

301 SICOMAC AVE

City WYCKOFF	State NJ	Zip Code 07481	Foreign Country
-----------------	-------------	-------------------	-----------------

Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
--------------------------------------------------------	------------------

Name

WOMEN'S HEALTH CLINIC AT MORRISTOWN MEDICAL

Street

100 MADISON AVENUE

City MORRISTOWN	State NJ	Zip Code 07960	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
--------------------------------------------------------	------------------

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

Recipient(s) paid during the year

Name

JEWISH FAMILY SERVICE OF CENTRAL NEW JERSEY

Street

655 WESTFIELD AVENUE

City ELIZABETH	State NJ	Zip Code 07208	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

CMMC WELLNESS ASSESSMENT VAN FOR ELDERS

Street

1 CLARA MAAS DRIVE

City BELLEVILLE	State NJ	Zip Code 07109	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

24 HOUR CRISIS INTERVENTION HOTLINE CONTACT USA INC

Street

City	State	Zip Code	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

PHILLIPS EDUCATION PARTNERS

Street

342 CENTRAL AVENUE

City NEWARK	State NJ	Zip Code 07103	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

DEBORAH HOSPITAL FOUNDATION

Street

20 PINE MILL RD

City BROWN MILLS	State NJ	Zip Code 08015	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

THE MILK AND BREAD FUND HOMELESS SOLUTIONS

Street

540 W HANOVER AVE

City MORRISTOWN	State NJ	Zip Code 07960	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

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

Recipient(s) paid during the year

Name

INTERFAITH HOSPITALITY NETWORK OF OCEAN COUNTY

Street

407 LEXINGTON AVE

City TOMS RIVER	State NJ	Zip Code 08753	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

JOSEPH'S HOUSE AT CAMDEN

Street

555 ATLANTIC AVE

City CAMDEN	State NJ	Zip Code 08104	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 5,000
--------------------------------------------------------	-----------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
-------------------------------	--------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Costs of Improvements	Depreciation	Adjustments	Totals		Capital Gain/Losses Other Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
														Gross Sales	814,485	780,884		
Long Term CG Distributions	0															0	0	33,601
Short Term CG Distributions	38,328																	0
1 AQR MANAGED FUTURES ST	002030H859	X				1/22/2015	1/10/2015	6,558	6,672							0	-114	
2 AQR MANAGED FUTURES ST	002030H859	X				10/24/2014	11/10/2015	13,070	12,516							0	554	
3 AQR MANAGED FUTURES ST	002030H859	X				10/24/2014	12/02/2016	1,388	1,340							0	48	
4 AQR MANAGED FUTURES ST	002030H859	X				8/25/2016	9/16/2016	2,201	2,238							0	37	
5 AMER CENT SMALL CAP GR	025083320	X				7/24/2015	9/16/2016	1,982	2,156							0	-4,586	
6 AMER CENT SMALL CAP GR	025083320	X				8/26/2011	5/11/2018	7,806	5,708							0	0	2,098
7 ARTISAN INTERNATIONAL F	04314H402	X				8/26/2011	9/16/2016	2,988	2,138							0	8,280	
8 ARTISAN INTERNATIONAL F	04314H402	X				8/26/2011	9/16/2016	2,314	2,110							0	0	
9 BLACKROCK GLS CREDIT	091938732	X				8/20/2014	8/23/2016	6,969	7,980							0	-1,011	
10 ARTISAN MID CAP FUND-INS	04314H600	X				8/23/2016	12/22/2015	2,742	2,936							0	-198	
11 ARTISAN MID CAP FUND-INS	04314H600	X				12/22/2015	9/16/2016	2,395	2,634							0	-239	
12 ARTISAN MID CAP FUND-INS	04314H600	X				2/11/2013	9/16/2016	773	743							0	30	
13 ARTISAN MID CAP FUND-INS	04314H600	X				11/10/2015	9/18/2016	4,167	4,356							0	0	
14 CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	9/16/2016	4,422	7,011							0	2,588	
15 CREDIT SUISSE COMM RET	22544R305	X				2/11/2013	8/23/2016	2,122	3,515							0	-1,383	
16 CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/23/2016	8,613	12,737							0	-4,124	
17 CREDIT SUISSE COMM RET	22544R305	X				11/10/2011	8/23/2016	7,801	1,269							0	-483	
18 CREDIT SUISSE COMM RET	22544R305	X				3/4/2013	8/23/2016	1,287	2,033							0	-746	
19 CREDIT SUISSE COMM RET	22544R305	X				12/3/2014	8/23/2016	5,976	8,669							0	-2,683	
20 CREDIT SUISSE COMM RET	22544R305	X				7/17/2009	4/20/2016	4,659	4,983							0	226	
21 DODGE & COX INTL STOCK	256206103	X				4/7/2010	5/11/2018	14	13							0	1	
22 DODGE & COX INTL STOCK	256206103	X				7/17/2008	5/11/2018	5,845	6,627							0	-782	
23 DODGE & COX INTL STOCK	256206103	X				1/22/2016	5/11/2016	71	67							0	4	
24 DODGE & COX INTL STOCK	256206103	X				1/17/2010	8/23/2016	4,218	3,661							0	615	
25 DODGE & COX INTL STOCK	256206103	X				5/10/2012	8/23/2016	12,041	9,669							0	2,372	
26 DODGE & COX INTL STOCK	256206103	X				10/20/2011	9/16/2016	2,078	16,029							0	4,048	
27 DODGE & COX INTL STOCK	256206103	X				10/28/2010	12/17/2016	2,549	2,075							0	474	
28 DODGE & COX INTL STOCK	256206103	X				7/24/2015	1/21/2016	3,592	8,859							0	-287	
29 DODGE & COX INCOME FD C	256210105	X				7/24/2015	4/20/2016	3,681	3,705							0	0	
30 DODGE & COX INCOME FD C	256210105	X				7/17/2008	8/23/2016	44,389	38,586							0	5,823	
31 DODGE & COX INCOME FD C	256210105	X				8/14/2015	9/16/2016	3,781	3,729							0	52	
32 DODGE & COX INCOME FD C	256210105	X				7/24/2015	12/28/2010	7,936	3,310							0	68	
33 DODGE & COX INCOME FD C	256210105	X				12/28/2010	12/17/2016	6,011	8,257							0	-2,446	
34 DREYFUS ENG MKT DEBT LO	261980494	X				10/20/2011	12/17/2016	4,485	5,945							0	-1,480	
35 DREYFUS ENG MKT DEBT LO	261980494	X				7/12/2013	12/17/2016	17,037	22,994							0	-106	
36 DREYFUS ENG MKT DEBT LO	261980494	X				1/23/2014	12/17/2016	3,861	5,151							0	-44	
37 DREYFUS ENG MKT DEBT LO	261980494	X				1/22/2015	12/17/2016	5,993	7,140							0	-1,177	
38 DREYFUS ENG MKT DEBT LO	261980494	X				8/10/2012	11/10/2015	2,365	2,763							0	-398	
39 DREHUS ACTIV INCOME F	26206103	X				11/10/2015	1/20/2016	1,081	1,120							0	29	
40 EATON VANCE GLOBAL MAC	277923128	X				11/10/2015	9/16/2016	3,516	3,543							0	76	
41 EATON VANCE GLOBAL MAC	277923128	X				7/24/2015	1/20/2016	1,283	1,369							0	47	
42 FID ADV ENVR MKTS INC-CL	315920702	X				8/25/2018	9/16/2016	4,083	4,127							0	592	
43 FID ADV ENVR MKTS INC-CL	315920702	X				7/24/2015	4/20/2016	3,942	4,147							0	-205	
44 JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	8/23/2016	1,491	1,581							0	-90	
45 JP MORGAN MID CAP VALUE	339128100	X				4/24/2014	8/23/2016	5,268	5,333							0	65	
46 JP MORGAN MID CAP VALUE	339128100	X				4/24/2014	8/23/2016	2,108	2,032							0	78	
47 JP MORGAN MID CAP VALUE	339128100	X				4/24/2014	8/23/2016	3,223	3,176							0	47	
48 JP MORGAN MID CAP VALUE	339128100	X				10/28/2014	11/10/2015	7,981	7,369							0	-1,285	
49 HARBOR CAPITAL APRTN	411511504	X				8/28/2015	4/20/2016	18,286	19,551							0	-88	
50 HARBOR CAPITAL APRTN	411511504	X				4/11/2014	10/28/2014	2,084	2,152							0	0	
51 HARBOR CAPITAL APRTN	411511504	X				9/18/2016	9/18/2016	9,423	9,506							0	0	
52 HARBOR CAPITAL APRTN	411511504	X				8/25/2016	9/16/2016	1,021	1,026							0	-5	
53 HARBOR CAPITAL APRTN	411511504	X				12/3/2014	9/18/2016	3,009	3,331							0	322	
54 JPMORGAN HIGH YIELD FUN	461202083	X				12/19/2014	9/16/2016	894	1,003							0	-190	
55 JPMORGAN HIGH YIELD FUN	461202083	X				7/24/2015	11/10/2015	4,789	4,816							0	-17	
56 MFS VALUE FUND-CLASS #	532983384	X				8/8/2014	11/10/2015	30,054	34,760							0	55	
57 OPPENHEIMER DEVELOPING	6633974604	X				7/24/2015	1/20/2016	7,718	8,288							0	-4,868	
58 OPPENHEIMER DEVELOPING	6633974604	X				1/23/2014	8/23/2016	4,369	4,785							0	0	
59 OPPENHEIMER DEVELOPING	6633974604	X				2/11/2013	8/23/2016	3,179	3,428							0	-398	
60 OPPENHEIMER DEVELOPING	6633974604	X				5/25/2011	8/23/2016	28,607	30,183							0	-249	
61 OPPENHEIMER DEVELOPING	6633974604	X				5/25/2011	9/16/2016	3,762	3,952							0	-1,556	
62 OPPENHEIMER DEVELOPING	6633974604	X				8/8/2014	11/10/2015	20,195	20,140							0	0	
63 PRINCIPAL GL MULT STRAT+	742561598	X				7/24/2015	1/20/2016	3,238	3,318							0	55	
64 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	18,866	19,105							0	-28	
65 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	33,980	34,134							0	-239	
66 T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	1,240	1,316							0	-144	
67 T ROWE PRICE INST FLOT	77958P402	X				6/10/2015	1/20/2016	1,072	1,136							0	84	
68 T ROWE PRICE INST FLOT	77958P402	X				12/24/2015	8/23/2016	1,815	1,480							0	0	
69 T ROWE PRICE REAL ESTATE	77958P402	X	</td															

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

	Amount	Cost or Other Basis, Expenses, Depreciation and Adjustments						Net Gain or Loss
		Long Term CG Distributions		Short Term CG Distributions		Gross Sales		
	36,326	0	0	0	0	814,495	780,894	0
Totals								
		Capital Gains/Losses Other sales						
Description	CUSIP #	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method
7.3 MERGER FUND-INST #301	5895092097	X	—	10/20/2011	11/10/2015	2,754	2,814	—
7.4 MERGER FUND-INST #301	5895092097	X	—	10/20/2011	9/16/2016	1,438	1,465	—
7.5 MERGER FUND-INST #301	5895092097	X	—	2/11/2013	9/16/2016	703	714	—
7.6 MET WEST TOTAL RETURN	592905509	X	—	1/22/2015	1/20/2016	—	12,926	—
7.7 MET WEST TOTAL RETURN	592905509	X	—	1/22/2015	8/23/2016	—	22,214	—
7.8 MET WEST TOTAL RETURN	592905509	X	—	1/22/2015	9/16/2016	—	22,154	—
7.9 ASG GLOBAL ALTERNATIVES	63877T895	X	—	7/12/2013	1/1/10/2015	11,749	11,781	—
8.0 ASG GLOBAL ALTERNATIVES	63877T895	X	—	7/12/2013	9/16/2016	—	6,296	—
8.1 NEUBERGER BERMAN LONG	64128R808	X	—	9/20/2014	8/23/2016	—	2,084	—
8.2 NEUBERGER BERMAN LONG	64128R808	X	—	9/20/2014	8/23/2016	18,854	2,450	—
8.3 OPPENHEIMER DEVELOPING	683974804	X	—	6/20/2014	9/16/2016	—	19,046	—
8.4 OPPENHEIMER DEVELOPING	683974804	X	—	6/20/2014	9/16/2016	2,468	2,308	—
8.5 T ROWE PRICE REAL ESTAT	779919109	X	—	10/24/2014	11/10/2015	52	62	—
8.6 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	12/24/2015	11/10/2015	10,006	11,451	—
8.7 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	9/16/2016	12/24/2015	2,083	1,974	—
8.8 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	1/21/2014	1/20/2016	4,470	5,188	—
8.9 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	7/22/2015	1/20/2016	6,898	8,337	—
9.0 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	8/12/2015	1/20/2016	2,393	2,161	—
9.1 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	5/23/2011	4/20/2016	—	2,217	—
9.2 SPDR DJ WILSHIRE INTERNAL	78463X863	X	—	5/23/2011	4/20/2016	—	5,216	—
9.3 STERLING CAPITAL STRATC	85917K546	X	—	5/23/2011	9/23/2016	—	17,529	16,175
9.4 STERLING CAPITAL STRATC	85917K546	X	—	6/20/2014	4/20/2016	—	2,078	—
9.5 VANGUARD REIT VIPER	922908553	X	—	8/20/2014	5/11/2016	—	20,627	—
9.6 VANGUARD REIT VIPER	922908553	X	—	8/20/2014	5/11/2016	—	22,510	—
9.7 VANGUARD REIT VIPER	922908553	X	—	8/20/2014	5/11/2016	—	1,863	—
9.8 VANGUARD REIT VIPER	922908553	X	—	8/20/2014	5/11/2016	—	0	—
9.9 VANGUARD REIT VIPER	922908553	X	—	8/20/2014	5/11/2016	—	0	—
				12/28/2010	8/23/2016	—	38,281	24,713

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

		1,088	0	0	1,088
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,088			1,088

Part I, Line 16c (990-PF) - Other Professional Fees

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 GRANT ADMINISTRATION FEES	2,007			2,007

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

		776	438	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	438	438		
2	ESTIMATED EXCISE TAXES PAID	338			

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

			1,787,154	1,720,695	1,720,695
	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	119,321	119,321
2	DODGE & COX INCOME FD COM 147		0	163,824	163,824
3	HARBOR CAPITAL APRCTN-INST 2012		0		
4	ARTISAN INTERNATIONAL FD 1662		0	36,108	36,108
5	MERGER FUND-INST#301		0	34,764	34,764
6	ARTISAN MID CAP FUND-INSTL 1333		0	72,005	72,005
7	MET WEST TOTAL RETURN BOND CL 151		0	217,862	217,862
8	FID ADV EMER MKTS INC- CL 1607		0	93,526	93,526
9	T ROWE PRICE REAL ESTATE FD 122		0	55,706	55,706
10	EATON VANCE GLOBAL MACRO -I		0	59,529	59,529
11	DODGE & COX INT'L STOCK FD 1048		0	34,335	34,335
12	AMER CENT SMALL CAP GRWTH INST 338		0	41,348	41,348
13	MFS VALUE FUND-CLASS I 893		0	173,956	173,956
14	JP MORGAN MID CAP VALUE-I 758		0	56,364	56,364
15	STERLING CAPITAL STRATTON SMALL C		0	38,514	38,514
16	ASG GLOBAL ALTERNATIVES-Y 1993		0	39,719	39,719
17	VANGUARD REIT VIPER		0	22,725	22,725
18	AQR MANAGED FUTURES STR-I		0	60,719	60,719
19	VANGUARD INFLAT-PROT SEC'S ADM 511		0	18,938	18,938
20	JPMORGAN HIGH YIELD FUND SS 35580		0	85,364	85,364
21	T ROWE PRICE INST FLOAT RATE 170		0	34,857	34,857
22	OPPENHEIMER DEVELOPING MKT-I 799		0	57,714	57,714
23	INV BALANCE RISK COMM STR-Y 8611		0	20,927	20,927
24	BLACKROCK GL-L/S CREDIT-INS #1833		0	71,306	71,306
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	36,146	36,146
26	NEUBERGER BERMAN LONG SH-INS #183		0	50,212	50,212
27	CREDIT SUISSE COMM RT ST-CO 2156		0	24,906	24,906

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

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

1 COST BASIS ADJUSTMENT	1	1,387
2 Total	2	1,387

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

1 MUTUAL FUND TIMING DIFFERENCE	1	292
2 PY RETURN OF CAPITAL ADJUSTMENT	2	878
3 Total	3	1,170

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

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

Amount	Long Term CG Distributions	Short Term CG Distributions	776,169	0	1,331	782,225	-4,725	0	0	Excess of FMV Over Adjusted Basis	0
										Cost or Other Basis Plus	as of 12/31/169
	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments			Gain or Loss	
		Description of Property Sold									
70	MFS FUND-CLASS #	5529836-94	7/24/2015	4/20/2016	8,299					8,483	
71	MFS VALUE FUND-CLASS #	5529836-94	6/20/2014	4/20/2016	21,699					21,926	
72	MFS VALUE FUND-CLASS #	5529836-94	8/25/2016	9/16/2016	7,702					7,880	
73	MERGER FUND-INST #301	58865082-07	10/20/2011	11/10/2015	2,754					2,814	
74	MERGER FUND-INST #301	58865082-07	10/20/2011	9/16/2016	1,436					1,485	
75	MET WEST TOTAL RETURN	58865082-07	2/11/2013	9/16/2016	703					714	
76	MET WEST TOTAL RETURN	5929055-09	1/22/2015	1/20/2016	12,626					12,980	
77	MET WEST TOTAL RETURN	5929055-09	1/22/2015	9/16/2016	22,214					22,514	
78	MET WEST TOTAL RETURN	5929055-09	1/22/2015	9/16/2016	11,749					11,781	
79	AGS GLOBAL ALTERNATIVES	6387218-85	7/12/2013	9/16/2016	6,296					6,624	
80	AGS GLOBAL ALTERNATIVES	6387218-85	7/12/2013	9/16/2016	2,064					2,450	
81	NEUBERGER BERMAN LONG	64128886-08	6/20/2014	8/23/2016	18,854					19,046	
82	NEUBERGER BERMAN LONG	64128886-08	6/20/2014	9/16/2016	2,468					2,508	
83	OPPENHEIMER DEVELOPING	6839776-04	10/24/2014	11/10/2015	52					62	
84	OPPENHEIMER DEVELOPING	6839776-04	11/10/2015	10,006						11,451	
85	T ROWE PRICE REAL ESTATE	779919109	12/24/2015	9/16/2016	2,083					1,974	
86	SPDR DJ WILSHIRE INTERN	784633-863	12/1/2014	1/20/2016	4,470					5,186	
87	SPDR DJ WILSHIRE INTERN	784633-863	7/22/2015	1/20/2016	6,898					8,337	
88	SPDR DJ WILSHIRE INTERN	784633-863	8/11/2015	1/20/2016	2,393					2,761	
89	SPDR DJ WILSHIRE INTERN	784633-863	5/23/2011	1/20/2016	2,217					2,498	
90	SPDR DJ WILSHIRE INTERN	784633-863	5/23/2011	4/20/2016	5,216					4,876	
91	SPDR DJ WILSHIRE INTERN	784633-863	5/23/2011	8/23/2011	17,529					16,175	
92	STERLING CAPITAL STRATC	856917K546	6/20/2014	4/20/2016	2,078					2,267	
93	STERLING CAPITAL STRATC	856917K546	6/20/2014	5/11/2016	20,622					22,510	
94	STERLING CAPITAL STRATC	856917K546	8/25/2016	9/16/2016	2,068					1,883	
95	VANGUARD REIT VIPER	922908553	7/22/2015	1/20/2016	3,446					2,125	
96	VANGUARD REIT VIPER	922908553	7/22/2015	4/20/2016	2,579					3,677	
97	VANGUARD REIT VIPER	922908553	7/22/2015	8/23/2016	4,546					154	
98	VANGUARD REIT VIPER	922908553	11/10/2015	8/23/2016	3,121					558	
99	VANGUARD REIT VIPER	922908553	12/28/2010	8/23/2016	38,261					490	
										21,713	16,548

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

Wells Fargo Bank N A Trust Tax C							Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax C	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3518							TRUSTEE	4 00	29,994	0	
															29,994	0	

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

	Date	Amount
1 Credit from prior year return	1	276
2 First quarter estimated tax payment	2	31
3 Second quarter estimated tax payment	3	154
4 Third quarter estimated tax payment	4	153
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	614

Supplemental Information:

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

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

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