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## Return of Private Foundation

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

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

► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

MARY ALICE ARAKELIAN FOUNDATION

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

PO BOX 1802

A Employer identification number  
04-6155695

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

PROVIDENCE, RI 02901-1802

B Telephone number (see instructions)  
888-866-3275

G Check all that apply:

Initial return	Initial return of a former public charity
Final return	Amended return
Address change	
Name change	

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 7,254,402.

(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)

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	170,722.	166,939.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	14,979.			
b Gross sales price for all assets on line 6a	1,602,682.			
7 Capital gain net income (from Part IV, line 2)		14,979.		
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	185,701.	181,918.		
13 Compensation of officers, directors, trustees, etc	61,450.	36,870.		24,580.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)	STMT 2.	1,250.	NONE	1,250.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	STMT 3.	4,217.	1,420.	
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule)	STMT 4.	7,985.		7,985.
24 Total operating and administrative expenses.				
Add lines 13 through 23.	74,902.	38,290.	NONE	33,815.
25 Contributions, gifts, grants paid	315,483.			315,483.
26 Total expenses and disbursements Add lines 24 and 25	390,385.	38,290.	NONE	349,298.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-204,684.			
b Net investment income (if negative, enter -0-)		143,628.		
c Adjusted net income (if negative, enter -0-)				

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OGDEN, UT

SCANNED MAY 11 2017

Operating and Administrative Expenses

2016

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22  
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	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 . . . . .		249,014.	586,582.	586,582.
	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 ►	NONE			
	8 Inventories for sale or use . . . . .				
	9 Prepaid expenses and deferred charges . . . . .				
	10a Investments - U.S. and state government obligations (attach schedule) . . . . .	STMT 5.	373,633.	322,649.	412,339.
	b Investments - corporate stock (attach schedule) . . . . .	STMT 6.	5,219,828.	5,030,751.	6,000,385.
	c Investments - corporate bonds (attach schedule) . . . . .	STMT 10.	570,594.	264,749.	255,096.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans . . . . .				
	13 Investments - other (attach schedule) . . . . .				
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►) . . . . .				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		6,413,069.	6,204,731.	7,254,402.
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) . . . . .			NONE	
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 and complete lines 27 through 31. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds . . . . .		6,413,069.	6,204,731.	
	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) . . . . .		6,413,069.	6,204,731.	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		6,413,069.	6,204,731.	

## 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	6,413,069.
2 Enter amount from Part I, line 27a . . . . .	2	-204,684.
3 Other increases not included in line 2 (itemize) ► CALIFORNIA RESOURCES - SPECIAL DISTRIB	3	38.
4 Add lines 1, 2, and 3 . . . . .	4	6,208,423.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 11	5	3,692.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	6,204,731.

Form 990-PF (2016)

**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)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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 1,602,682.		1,587,703.	14,979.		
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any			
a			14,979.		
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	14,979.	
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		

**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))
2015	341,564.	7,044,475.	0.048487
2014	321,549.	7,185,938.	0.044747
2013	285,207.	6,836,759.	0.041717
2012	348,361.	6,474,174.	0.053808
2011	404,308.	6,604,158.	0.061220

- |   |   |            |
|---|---|------------|
| 2 Total of line 1, column (d)   | 2 | 0.249979   |
| 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 | 0.049996   |
| 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5  | 4 | 6,957,675. |
| 5 Multiply line 4 by line 3.  | 5 | 347,856.   |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)  | 6 | 1,436.     |
| 7 Add lines 5 and 6   | 7 | 349,292.   |
| 8 Enter qualifying distributions from Part XII, line 4  | 8 | 349,298.   |
- 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.

<b>Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 see instructions)</b>																													
<p>1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . . .</p> <p>Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)</p> <p>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 . . . . .</p> <p>c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)</p> <p>2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .</p> <p>3 Add lines 1 and 2 . . . . .</p> <p>4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .</p> <p>5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .</p> <p>6 Credits/Payments</p> <p>a 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .</p> <p>b Exempt foreign organizations - tax withheld at source . . . . .</p> <p>c Tax paid with application for extension of time to file (Form 8868) . . . . .</p> <p>d Backup withholding erroneously withheld . . . . .</p> <p>7 Total credits and payments Add lines 6a through 6d . . . . .</p> <p>8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .</p> <p>9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . . ► 9</p> <p>10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . . ► 10</p> <p>11 Enter the amount of line 10 to be Credited to 2017 estimated tax ► 1,436. Refunded ► 11 228.</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">1</td> <td style="width: 90%;">1,436.</td> </tr> <tr> <td>2</td> <td></td> </tr> <tr> <td>3</td> <td>1,436.</td> </tr> <tr> <td>4</td> <td>NONE</td> </tr> <tr> <td>5</td> <td>1,436.</td> </tr> <tr> <td>6a</td> <td>3,100.</td> </tr> <tr> <td>6b</td> <td>NONE</td> </tr> <tr> <td>6c</td> <td>NONE</td> </tr> <tr> <td>6d</td> <td></td> </tr> <tr> <td>7</td> <td>3,100.</td> </tr> <tr> <td>8</td> <td></td> </tr> <tr> <td>9</td> <td></td> </tr> <tr> <td>10</td> <td>1,664.</td> </tr> <tr> <td>11</td> <td>228.</td> </tr> </table>	1	1,436.	2		3	1,436.	4	NONE	5	1,436.	6a	3,100.	6b	NONE	6c	NONE	6d		7	3,100.	8		9		10	1,664.	11	228.
1	1,436.																												
2																													
3	1,436.																												
4	NONE																												
5	1,436.																												
6a	3,100.																												
6b	NONE																												
6c	NONE																												
6d																													
7	3,100.																												
8																													
9																													
10	1,664.																												
11	228.																												
<b>Part VII-A Statements Regarding Activities</b>																													
<p>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? . . . . .</p> <p>b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .</p> <p>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</p> <p>c Did the foundation file Form 1120-POL for this year? . . . . .</p> <p>d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:</p> <p>(1) On the foundation ► \$ _____ (2) On foundation managers. ► \$ _____</p> <p>e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____</p> <p>2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .</p> <p>If "Yes," attach a detailed description of the activities</p> <p>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 . . . . .</p> <p>4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .</p> <p>b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .</p> <p>5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .</p> <p>If "Yes," attach the statement required by General Instruction T</p> <p>6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either</p> <ul style="list-style-type: none"> <li>● By language in the governing instrument, or</li> <li>● 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? . . . . .</li> </ul> <p>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</p> <p>8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► MA</p> <p>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 . . . . .</p> <p>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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV. . . . .</p> <p>10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .</p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 10%;">1a</td> <td style="width: 90%;">X</td> </tr> <tr> <td>1b</td> <td>X</td> </tr> <tr> <td>1c</td> <td>X</td> </tr> <tr> <td>2</td> <td>X</td> </tr> <tr> <td>3</td> <td>X</td> </tr> <tr> <td>4a</td> <td>X</td> </tr> <tr> <td>4b</td> <td></td> </tr> <tr> <td>5</td> <td>X</td> </tr> <tr> <td>6</td> <td>X</td> </tr> <tr> <td>7</td> <td>X</td> </tr> <tr> <td>8b</td> <td>X</td> </tr> <tr> <td>9</td> <td>X</td> </tr> <tr> <td>10</td> <td>X</td> </tr> </table>	1a	X	1b	X	1c	X	2	X	3	X	4a	X	4b		5	X	6	X	7	X	8b	X	9	X	10	X		
1a	X																												
1b	X																												
1c	X																												
2	X																												
3	X																												
4a	X																												
4b																													
5	X																												
6	X																												
7	X																												
8b	X																												
9	X																												
10	X																												

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

11	Yes	No
11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► US TRUST FIDUCIARY TAX SERVICES Telephone no ► (888) 866-3275	
	Located at ► PO BOX 1802, PROVIDENCE, RI ZIP+4 ► 02901-1802	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year. ► 15	
16	Yes	No
16		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input type="checkbox"/> Yes	X 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	X 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	X 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 . . . . . ► <input type="checkbox"/>		
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 2016? . . . . .		
1b		
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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? . . . . .	<input type="checkbox"/> Yes	X No
If "Yes," list the years ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .		
2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	X No
b If "Yes," did it have excess business holdings in 2016 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 2016) . . . . .		
3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		
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 2016? . . . . .		
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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"/> Yes <input checked="" type="checkbox"/> No	5b	
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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No		
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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**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
SEE STATEMENT 12		61,450.		

## 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		NONE	NONE	NONE

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

NONE

Form 990-PF (2016)

**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		NONE

**B-4 IX A. Summary of Bona Fide 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	
<b>1</b>	<b>NONE</b>
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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.

1	<u>NONE</u>	
2		

All other program-related investments. See instructions.

**3** NONE

**Total. Add lines 1 through 3 . . . . .**

---

Form 990-PF (2016)

**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	6,675,939.
b Average of monthly cash balances . . . . .	1b	387,690.
c Fair market value of all other assets (see instructions) . . . . .	1c	NONE
d <b>Total</b> (add lines 1a, b, and c) . . . . .	1d	7,063,629.
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	NONE
3 Subtract line 2 from line 1d . . . . .	3	7,063,629.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	4	105,954.
5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,957,675.
6 <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	6	347,884.

**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	347,884.
2a Tax on investment income for 2016 from Part VI, line 5 . . . . .	2a	1,436.
b Income tax for 2016 (This does not include the tax from Part VI) . . . . .	2b	
c Add lines 2a and 2b . . . . .	2c	1,436.
3 Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	3	346,448.
4 Recoveries of amounts treated as qualifying distributions . . . . .	4	NONE
5 Add lines 3 and 4 . . . . .	5	346,448.
6 Deduction from distributable amount (see instructions) . . . . .	6	NONE
7 <b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	7	346,448.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.	1a	349,298.
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	1b	
b Program-related investments - total from Part IX-B . . . . .	2	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	3a	NONE
3 Amounts set aside for specific charitable projects that satisfy the:	3b	NONE
a Suitability test (prior IRS approval required) . . . . .	4	349,298.
b Cash distribution test (attach the required schedule) . . . . .	5	1,436.
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	347,862.
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) . . . . .		
6 Adjusted qualifying distributions. Subtract line 5 from line 4 . . . . .		

**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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7 . . . . .				346,448.
2 Undistributed income, if any, as of the end of 2016			315,481.	
a Enter amount for 2015 only. . . . .		NONE		
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011 . . . . .	NONE			
b From 2012 . . . . .	NONE			
c From 2013 . . . . .	NONE			
d From 2014 . . . . .	NONE			
e From 2015 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 349,298.			315,481.	
a Applied to 2015, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2016 distributable amount. . . . .				33,817.
e Remaining amount distributed out of corpus. . . . .	NONE			
5 Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .			NONE	
e Undistributed income for 2015. Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017. . . . .				312,631.
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) . . . . .	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9:				
a Excess from 2012 . . . . .	NONE			
b Excess from 2013 . . . . .	NONE			
c Excess from 2014 . . . . .	NONE			
d Excess from 2015 . . . . .	NONE			
e Excess from 2016 . . . . .	NONE			

**Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)** NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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)																																																																																					
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center; padding: 2px;">Tax year</th> <th colspan="3" style="text-align: center; padding: 2px;">Prior 3 years</th> <th rowspan="2" style="text-align: center; vertical-align: bottom; padding: 2px;">(e) Total</th> </tr> <tr> <th style="text-align: center; padding: 2px;">(a) 2016</th> <th style="text-align: center; padding: 2px;">(b) 2015</th> <th style="text-align: center; padding: 2px;">(c) 2014</th> <th style="text-align: center; padding: 2px;">(d) 2013</th> </tr> </thead> <tbody> <tr> <td>2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed. . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b 85% of line 2a . . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Qualifying distributions from Part XII, line 4 for each year listed .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3 Complete 3a, b, or c for the alternative test relied upon</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>a "Assets" alternative test - enter</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1) Value of all assets. . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2) Value of assets qualifying under section 4942(j)(3)(B)(i). . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b "Endowment" alternative test enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c "Support" alternative test - enter</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(3) Largest amount of support from an exempt organization. . . . .</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(4) Gross investment income .</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>					Tax year	Prior 3 years			(e) Total	(a) 2016	(b) 2015	(c) 2014	(d) 2013	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 .				
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**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:

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

- c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE ATTACHED STATEMENT				315,483.
<b>Total</b>			► 3a	315,483.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (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			18	14,979.	
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) . . . . .				185,701.	

**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.)

**NOT APPLICABLE**

**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?  | Yes   | No |
| a   | Transfers from the reporting foundation to a noncharitable exempt organization of:   |       |    |
| (1) | Cash . . . . .   | 1a(1) | X  |
| (2) | Other assets . . . . .   | 1a(2) | X  |
| b   | Other transactions:  |       |    |
| (1) | Sales of assets to a noncharitable exempt organization . . . . .   | 1b(1) | X  |
| (2) | Purchases of assets from a noncharitable exempt organization. . . . .  | 1b(2) | X  |
| (3) | Rental of facilities, equipment, or other assets . . . . .   | 1b(3) | X  |
| (4) | Reimbursement arrangements . . . . .   | 1b(4) | X  |
| (5) | Loans or loan guarantees . . . . .   | 1b(5) | X  |
| (6) | Performance of services or membership or fundraising solicitations . . . . .   | 1b(6) | X  |
| c   | Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .   | 1c    | X  |
| d   | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |       |    |

- 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

Sign  
Here

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>KAREN M. MINASSIAN</b>	Preparer's signature <i>Karen M. Minassian</i>	Date <b>3/27/17</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P01217825</b>
	Firm's name <b>BANK OF AMERICA, N.A.</b>	Firm's EIN ► <b>94-1687665</b>			
	Firm's address <b>P O BOX 1802 PROVIDENCE, RI</b>	02901-1802	Phone no. <b>401-278-8923</b>		

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,755.	3,755.
FOREIGN DIVIDENDS	9,657.	9,657.
NONDIVIDEND DISTRIBUTIONS	3,783.	
DOMESTIC DIVIDENDS	91,328.	91,328.
OTHER INTEREST	13,851.	13,851.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	23,950.	23,950.
NONQUALIFIED FOREIGN DIVIDENDS	731.	731.
NONQUALIFIED DOMESTIC DIVIDENDS	23,667.	23,667.
TOTAL	170,722.	166,939.

## FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
EXCISE TAX ESTIMATES	2,797.	
FOREIGN TAXES ON QUALIFIED FOR	679.	679.
FOREIGN TAXES ON NONQUALIFIED	741.	741.
TOTALS	4,217.	1,420.

## FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
STATE FILING FEE	70.	70.
OTHER CHARITABLE EXPENSES	7,915.	7,915.
TOTALS	7,985.	7,985.

## FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912810DW5 UNITED STATES TREAS	50,984.	101,938.	127,551.
912810EM6 UNITED STATES TREAS	101,938.	102,055.	128,773.
912810EP9 UNITED STATES TREAS	102,055.	46,445.	62,504.
912810EQ7 UNITED STATES TREAS	46,445.	50,273.	67,649.
912810EV6 UNITED STATES TREAS	50,273.	21,938.	25,862.
912810EW4 UNITED STATES TREAS	21,938.		
TOTALS	373,633.	322,649.	412,339.

**FORM 990PF, PART II - CORPORATE STOCK**

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
478160104 JOHNSON & JOHNSON CO	68,553.	57,653.	93,320.
717081103 PFIZER INC COM	68,858.	49,012.	52,942.
09247X101 BLACKROCK INC CL A		59,043.	60,886.
171232101 CHUBB CORP COM			
229899109 CULLEN / FROST BANKE	44,460.	98,459.	191,132.
46625H100 J P MORGAN CHASE & C	61,503.	70,187.	108,567.
949746101 WELLS FARGO & CO NEW			
H84989104 TE CONNECTIVITY LTD	169,200.	92,014.	149,408.
037833100 APPLE INC COM		92,771.	107,919.
053015103 AUTOMATIC DATA PROCE	36,710.	56,999.	82,198.
17275R102 CISCO SYS INC COM			
268648102 EMC CORP COM	32,543.	27,699.	51,457.
459200101 INTERNATIONAL BUSINE	133,021.	126,199.	160,943.
594918104 MICROSOFT CORP COM			
747525103 QUALCOMM INC COM	72,707.	41,885.	51,036.
00206R102 AT&T INC COM			
025537101 AMERICAN ELEC PWR IN	149,121.	149,121.	142,676.
197199409 COLUMBIA ACORN FUND			
19763T889 COLUMBIA INCOME OPPO			
22544R305 CREDIT SUISSE COMMOD			
885215566 THORNBURG INTL VALUE	89,825.	89,825.	102,448.
197199813 COLUMBIA ACORN INTER	439,601.	439,601.	436,266.
921937835 VANGUARD TOTAL BD MA	39,221.	51,634.	74,144.
438516106 HONEYWELL INTL INC C	54,826.	86,320.	142,475.
023135106 AMAZON COM INC COM	44,322.	39,030.	61,490.
254687106 DISNEY WALT CO COM D			
580135101 McDONALDS CORP COM	57,830.	40,079.	49,905.
855244109 STARBUCKS CORP COM		52,066.	53,854.
00287Y109 ABBVIE INC COM	14,341.	31,637.	54,479.

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE - - - - -	ENDING BOOK VALUE - - - - -	ENDING FMV - - - - -
151020104 CELGENE CORP COM	36,113.	37,136.	39,355.
37558103 GILEAD SCIENCES INC		36,613.	30,899.
58155Q103 MCKESSON CORP COM		41,151.	62,416.
38259P508 GOOGLE INC CL A COM	39,495.	329,437.	365,878.
92826C839 VISA INC CL A COM	329,437.	265,627.	270,796.
74253Q747 PRINCIPAL MIDCAP BIE		265,520.	226,590.
19765Y852 COLUMBIA EMERGING MA	265,235.	316,235.	364,095.
464287465 ISHARES MSCI EAFE ET		217,183.	229,021.
464287655 ISHARES RUSSELL 2000			
922908553 VANGUARD REIT ETF			
13057Q107 CALIFORNIA RESOURCES			
166764100 CHEVRON CORP COM	82,944.	53,321.	52,965.
20825C104 CONOCOPHILLIPS COM	49,940.	59,502.	47,132.
260543103 DOW CHEM CO COM	33,886.		
61166W101 MONSANTO CO NEW COM	34,380.	40,633.	37,876.
097023105 BOEING CO COM	38,608.	36,117.	45,147.
369604103 GENERAL ELEC CO COM	95,777.	40,897.	48,980.
907818108 UNION PAC CORP COM			
20030N101 COMCAST CORP NEW CL	58,174.	30,472.	37,978.
345370860 FORD MTR CO DEL COM	30,004.	59,993.	55,677.
654106103 NIKE INC CL B	34,092.	49,504.	50,830.
90130A101 TWENTY-FIRST CENTY F			
126650100 CVS HEALTH CORP COM	45,284.	84,775.	84,039.
931142103 WAL-MART STORES INC	52,924.		
031162100 AMGEN INC COM	46,505.		
09062X103 BIOGEN IDEC INC COM	29,118.		
110122108 BRISTOL MYERS SQUIBB	39,189.		
585055106 MEDTRONIC INC COM			
58933Y105 MERCK & CO INC NEW C	62,813.		

## FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
025816109 AMERICAN EXPRESS CO	47,643.		
026874784 AMERICAN INTL GROUP	53,939.		66,616.
084670702 BERKSHIRE HATHAWAY I	93,081.		99,418.
172967424 CITIGROUP INC NEW CO	63,195.		
38141G104 GOLDMAN SACHS GROUP	42,028.		
57636Q104 MASTERCARD INC CL A	37,736.		
902973304 US BANCORP DEL COM N	66,348.		
38259P706 GOOGLE INC COM CL C	63,712.		74,487.
428236103 HEWLETT PACKARD CO C			
458140100 INTEL CORP COM	66,346.		
68389X105 ORACLE CORP COM	50,197.		
92343V104 VERIZON COMMUNICATIO	72,974.		
247361702 DELTA AIR LINES INC	48,400.		
G5960L103 MEDTRONIC PLC COM	54,635.		
00971T101 AKAMAI TECHNOLOGIES	47,292.		
02079K107 ALPHABET INC CL C CO	50,794.		77,182.
02079K305 ALPHABET INC CL A CO	51,097.		71,321.
30303M102 FACEBOOK INC CL A CO	56,063.		78,809.
40434L105 HP INC COM	13,658.		
42824C109 HEWLETT PACKARD ENTE	15,309.		
00773T101 ADVANSIX INC COM		266.	554.
518439104 LAUDER ESTEE COS INC		55,248.	48,189.
91324P102 UNITEDHEALTH GROUP I		66,826.	76,819.
H1467J104 CHUBB LTD COM		44,102.	46,242.
617446448 MORGAN STANLEY COM		30,448.	49,010.
TOTALS	5,219,828.	5,030,751.	6,000,385.

## FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
244217BK0 DEERE JOHN CAP CORP	101,083.		
438516AP1 HONEYWELL INTL INC S			
46625HHP8 JPMORGAN CHASE & CO			
589331AP2 MERCK & CO INC SR UN			
78387GAP8 SBC COMMUNICATIONS I			
904764AJ6 UNILEVER CAP CORP CO			
084670BD9 BERKSHIRE HATHAWAY I			
25468PCM6 DISNEY WALT CO NEW S			
459200GX3 INTERNATIONAL BUSINE			
713448BHO PEPSICO INC SR NT			
TOTALS	570,594.	264,749.	255,096.

## FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
INCOME ADJ	98.
CARRYING VALUE ADJ	3,209.
T/C ADJ	385.
TOTAL	3,692.

MARY ALICE ARAKELIAN FOUNDATION

04-6155695

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

DONALD D. MITCHELL

ADDRESS:

PO BOX 156  
WEST NEWBURYPORT, MA 01985

TITLE:

CO-TRUSTEE (RESIGNED IN 2016)

COMPENSATION ..... 10,000.

OFFICER NAME:

MS. MARY LARNARD

ADDRESS:

65 S HAMPTON RD  
AMESBURY, MA 01913

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 8,000.

OFFICER NAME:

MR. MARK WELCH

ADDRESS:

PO BOX 695  
NEWBURYPORT, MA 01950

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 12,000.

OFFICER NAME:

MS. KIMBERLY A. ROCK

ADDRESS:

52 CENTRAL ST  
BYFIELD, MA 01922

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

STATEMENT 12

MARY ALICE ARAKELIAN FOUNDATION

04-6155695

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

MR. JOHN F. LEARY, III

ADDRESS:

23 BROAD STREET  
NEWBURYPORT, MA 01950-2102

TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:

BANK OF AMERICA

ADDRESS:

225 FRANKLIN ST  
BOSTON, MA 02110

TITLE:

AGENT FOR FIDUCIARY

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 31,450.

TOTAL COMPENSATION: 61,450.

=====

STATEMENT 13

MARY ALICE ARAKELIAN FOUNDATION  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

04-6155695

RECIPIENT NAME:

MARK WELCH

ADDRESS:

PO BOX 695  
NEWBURYPORT, MA 01950

FORM, INFORMATION AND MATERIALS:

N/A

SUBMISSION DEADLINES:

SEPTEMBER 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

NONE

STATEMENT 14

Distribution	Amount	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
OPPORTUNITY WORKS	-33,333.33	N/A	UNRESTRICTED GENERAL SUPPORT	PC
TOWN OF SALISBURY	-100,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
BARNARD COLLEGE	-5,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
BOSTON COLLEGE	-10,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
TRUSTEES OF BOSTON UNIV FBO WBUR	-15,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
PETTENGILL HOUSE	-10,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
OUR NEIGHBOR'S TABLE	-10,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
YWCA OF NEWBURYPORT	-18,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
CHRISTMAS TREE SANTAS INC.	-1,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
JEANNE GEIGER CRISIS CENTER INC	-16,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
MERROHAWKE NATURE SCHOOL INC	-4,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
NEWBURYPORT EDUCATION FOUNDATION	-10,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
PROPRIETORS OF OAK HILL CEMETERY	-8,150.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
ANNA JAQUES COMMUNITY HEALTH FDN	-75,000.00	N/A	UNRESTRICTED GENERAL SUPPORT	PC
<b>TOTAL GRANTS PAID</b>	<b>-315,483.33</b>			