



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Return of Private Foundation

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

OMB No 1545-0052

2016

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

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

JOSEPH R. TAKATS FOUNDATION

A Employer identification number

16-1098026

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

2 RIGHTER PARKWAY

Room/suite

250

B Telephone number

212-276-7988

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

WILMINGTON, DE 19803

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 2,453,039.

J Accounting method:

☒ Cash ☐ Accrual☐ Other (specify)

(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses**
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ If the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

5a Gross rents

b. Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 1,109,453.

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit or (loss)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees STMT 3 1,655.

c Other professional fees STMT 4 41,581.

17 Interest

18 Taxes

19 Depreciation and depletion STMT 5 2,888.

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

24 Total operating and administrative expenses. Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements

Add lines 24 and 25

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

N/A

623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2016)

2

12160512 136733 7785795

2016.03030 JOSEPH R. TAKATS FOUNDATION 77857951

961

4

SCANNED MAY 25 2017

Part III Balance Sheets		Beginning of year	End of year	
Attached schedules and amounts in the description column should be for end-of-year amounts only		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	68,513.	33,260.	33,260.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	450,336.	472,724.	467,991.
	b Investments - corporate stock STMT 7	1,261,189.	1,107,443.	1,163,993.
	c Investments - corporate bonds STMT 8	475,710.	453,977.	451,517.
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 9	358,345.	317,923.	336,278.	
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)	2,614,093.	2,385,327.	2,453,039.	
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			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	2,672,456.	2,643,461.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-58,363.	-258,134.	
	30 Total net assets or fund balances	2,614,093.	2,385,327.	
31 Total liabilities and net assets/fund balances	2,614,093.	2,385,327.		

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	2,614,093.
2 Enter amount from Part I, line 27a	2	201,426.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	2,412,667.
5 Decreases not included in line 2 (itemize) PRIOR PERIOD ADJUSTMENT	5	27,340.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,385,327.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,109,453.		1,179,827.	-70,374.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-70,374.

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 **-70,374.**

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 **N/A**

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	154,697.	2,605,558.	.059372
2014	136,850.	2,874,370.	.047610
2013	126,261.	2,658,251.	.047498
2012	122,080.	2,535,511.	.048148
2011	130,244.	2,570,731.	.050664

2 Total of line 1, column (d)	2	.253292
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	.050658
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,470,764.
5 Multiply line 4 by line 3	5	125,164.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	241.
7 Add lines 5 and 6	7	125,405.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	153,017.

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	1	241.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	241.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	241.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	793.
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	793.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	552.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax ☒ 400. Refunded ☐ 152.	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Form 990-PF (2016)

Part VII-A Statements Regarding Activities (Continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).		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).		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address N/A		
14 The books are in care of JOSEPH R TAKATS III Telephone no. 212-276-7988		
Located at 1195 COLVIN BLVD, KENMORE, NY ZIP+4 14223		
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 2016, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country N/A		

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A		
Organizations relying on a current notice regarding disaster assistance check here ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No		
If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2016?		X

Form 990-PF (2016)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JOSEPH R. TAKATS III 1195 COLVIN BLVD KENMORE, NY 14223	TRUSTEE 1.00	0.	0.	0.
LEE A TAKATS 963 PARKSIDE AVE BUFFALO, NY 14217	TRUSTEE 1.00	0.	0.	0.
MAURA LYNN LEAVITT 6004 NORTH 4TH ST ARLINGTON, VA 22202	TRUSTEE 1.00	0.	0.	0.

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

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

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

0

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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services: **0****Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 **0.**

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	2,454,496.
b	Average of monthly cash balances	1b	53,894.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,508,390.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,508,390.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	37,626.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,470,764.
6	Minimum investment return. Enter 5% of line 5	6	123,538.

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	123,538.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	241.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	241.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	123,297.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	123,297.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	123,297.

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	153,017.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	153,017.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	241.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	152,776.

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.

Form 990-PF (2016)

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				123,297.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			88,109.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 153,017.				
a Applied to 2015, but not more than line 2a			88,109.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				64,908.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				58,389.
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 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SCORE INTERNATIONAL P.O. BOX 9994 CHATTANOOGA, TN 37412	NONE	PC	GENERAL SUPPORT	500.
KENMORE WEST ALUMNI SCHOLARSHIP FOUNDATION INC. 33 HIGHLAND PARKWAY BUFFALO, NY 14223	NONE	PC	GENERAL SUPPORT	1,000.
ARLINGTON RETIRED TEACHERS' ASSOCIATION 2121 N TORY ST ARLINGTON, VA 22201	NONE	PC	GENERAL SUPPORT	1,000.
ELMIRA COLLEGE 1 PARK PL ELMIRA, NY 14150	NONE	PC	GENERAL SUPPORT	2,000.
WILWOOD ELEMENTARY SCHOOL 300 HUEY ST WILWOOD, FL 34785	NONE	PC	GENERAL SUPPORT	500.
Total	SEE CONTINUATION SHEET(S)			131,400.
b Approved for future payment				
NONE				
Total				0.

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	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
b	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
c	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
d	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
e	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
f	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
g	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
h	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
i	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
j	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
k	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
l	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
m	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
n	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
o	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 203,740.		216,422.	-12,682.
b 361.		359.	2.
c 454,329.		486,633.	-32,304.
d 30,301.		30,125.	176.
e 22.		22.	0.
f 19,170.		20,038.	-868.
g 6,047.		6,019.	28.
h 10.		10.	0.
i 19,122.		20,327.	-1,205.
j 117,094.		125,230.	-8,136.
k 6,047.		6,019.	28.
l 10.		10.	0.
m 25,710.		27,017.	-1,307.
n 108.		120.	-12.
o 111,288.		119,037.	-7,749.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-12,682.
b			2.
c			-32,304.
d			176.
e			0.
f			-868.
g			28.
h			0.
i			-1,205.
j			-8,136.
k			28.
l			0.
m			-1,307.
n			-12.
o			-7,749.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
b	PUBLICLY TRADED SECURITIES		01/01/16	12/31/16
c	PUBLICLY TRADED SECURITIES		12/31/15	12/31/16
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) - (e) plus (f) minus (g)
a 6,047.		6,019.	28.
b 10.		10.	0.
c 109,199.		116,410.	-7,211.
d 838.			838.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			28.
b			0.
c			-7,211.
d			838.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	-70,374.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV. Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TUTORS FOR KINDS, INC. 12085 SE 175TH LOOP SUMMERFIELD, FL 34491	NONE	PC	GENERAL SUPPORT	1,000.
ANTARCTIC AND SOUTHERN COALITION 1320 19TH STREET, NW, 5TH FLOOR WASHINGTON, DC 20036	NONE	PC	GENERAL SUPPORT	600.
ANTARCTICA PROJECT 1630 CONNECTICUT AVENUE NW #300 WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	600.
EASTER SEALS OF NEW YORK 230 WASHINGTON AVE EXTENSION ALBANY, NY 12203	NONE	PC	GENERAL SUPPORT	50.
CROHN'S & COLITIS FOUNDATION OF AMERICA 386 PARK AVENUE SOUTH, 17TH FLOOR NEW YORK, NY 10016-8801	NONE	PC	GENERAL SUPPORT	900.
FISHER CENTER FOR ALZHEIMERS RESEARCH FOUNDATION 199 WALTER STREET NEW YORK CITY, NY 10038	NONE	PC	GENERAL SUPPORT	1,000.
ALZHEIMER' DISEASE AND RELATED DISORDERS ASSOCIATION OF WNY 2805 WEHRLE DRIVE, SUITE 6 WILLIAMSVILLE, NY 14221	NONE	PC	GENERAL SUPPORT	1,000.
AMERICAN RED CROSS 786 DELAWARE AVENUE BUFFALO, NY 14209	NONE	PC	GENERAL SUPPORT	1,000.
HOPE LODGE 197 SUMMER STREET BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	1,000.
AMERICAN DIABETES ASSOCIATION OF WNY 315 ALBERTA DRIVE AMHERST, NY 14226	NONE	PC	GENERAL SUPPORT	1,000.
Total from continuation sheets				126,400.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN HEART ASSOCIATION OF WNY 20 NORTHPOINTE PARKWAY, SUITE 130 AMHERST, NY 14228	NONE	PC	GENERAL SUPPORT	2,000.
AMERICAN LUNG ASSOCIATION 1595 ELMWOOD AVE ROCHESTER, NY 14620	NONE	PC	GENERAL SUPPORT	850.
BUFFALO AND ERIE HISTORICAL SOCIETY ENDOWMENT 25 NOTTINGHAM COURT BUFFALO, NY 14216-3199	NONE	PC	GENERAL SUPPORT	1,800.
BUFFALO FINE ARTS ACADEMY 1285 ELMWOOD AVENUE BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	850.
BUFFALO MUSEUM OF SCIENCE 1020 HUMBOLDT PARKWAY BUFFALO, NY 14211	NONE	PC	GENERAL SUPPORT	850.
BUFFALO PHILHARMONIC ORCHESTRA 71 SYMPHONY CIRCLE BUFFALO, NY 14213	NONE	PC	GENERAL SUPPORT	1,000.
BUFFALO ZOOLOGICAL GARDENS 300 PARKSIDE AVENUE BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	1,200.
CAMP GOOD DAYS & SPECIAL TIMES, INC. 6430 TRANSIT ROAD, SUITE 200 DEPEW, NY 14043	NONE	PC	GENERAL SUPPORT	1,200.
DIOCESE OF BUFFALO, NY 525 WASHINGTON AVENUE BUFFALO, NY 14203	NONE	PC	GENERAL SUPPORT	750.
KALEIDA HEALTH 219 BRYANT STREET BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	2,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE BLIND ASSOCIATION OF WNY 1170 MAIN STREET BUFFALO, NY 14209	NONE	PC	GENERAL SUPPORT	500.
FRANCISCAN MISSION, INC. PO BOX 130 WATERFORD, WI 53185	NONE	PC	GENERAL SUPPORT	600.
HOSPICE FOUNDATION OF WNY 225 COMO PARK BOULEVARD BUFFALO, NY 14227-1480	NONE	PC	GENERAL SUPPORT	1,700.
LEUKEMIA SOCIETY OF AMERICA 4053 MAPLE ROAD, SUITE 110 AMHERST, NY 14226	NONE	PC	GENERAL SUPPORT	600.
BREAST CANCER FUND 1388 SUTTER STREET, SUITE 400 SAN FRANCISCO, CA 94109	NONE	PC	GENERAL SUPPORT	400.
PLATTSBURG COLLEGE FOUNDATION, INC. 201 BROAD STREETHAWKINS HALL, ROOM 107 PLATTSBURG, NY 12901	NONE	PC	GENERAL SUPPORT	1,000.
DISABLED AMERICAN VETERANS CHARITABLE SERVICE TRUST 3725 ALEXANDRIA PIKE COLD SPRINGS, KY 41076	NONE	PC	GENERAL SUPPORT	1,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PC	GENERAL SUPPORT	400.
ST. JUDGE'S RESEARCH HOSPITAL PO BOX 3704 MEMPHIS, TN 38173-0704	NONE	PC	GENERAL SUPPORT	500.
MARCH OF DIMES PO BOX 1794 NORFOLK, VA 23501-1794	NONE	PC	GENERAL SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE KEVIN GUEST HOUSE 782 ELLICOT STREET BUFFALO, NY 14203	NONE	PC	GENERAL SUPPORT	500.
CROSSNORE SCHOOL PO BOX 249 CROSSNORE, NC 28616	NONE	PC	GENERAL SUPPORT	500.
MADD 511 EAST JOHN CARPENTER PARKWAY, SUITE 700 IRVING, TX 75062	NONE	PC	GENERAL SUPPORT	800.
FOOD BANK OF WESTERN NY 91 HOLT STREET BUFFALO, NY 14206	NONE	PC	GENERAL SUPPORT	300.
HOPE LODGE 197 SUMMER STREET BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	500.
CHRON'S & COLITIS FOUNDATION OF AMERICA 386 PARK AVENUE SOUTH, 17TH FLOOR NEW YORK, NY 10016-8801	NONE	PC	GENERAL SUPPORT	900.
WHITMAN WALKER CLINIC 1701 FOURTEENTH STREET, NW WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	1,000.
CHILDREN'S HUNGER RELIEF FUND PO BOX 96012 WASHINGTON, DC 96012	NONE	PC	GENERAL SUPPORT	1,000.
ANTARCTICA PROJECT 1630 CONNECTICUT AVENUE NW #300 WASHINGTON, DC 20009	NONE	PC	GENERAL SUPPORT	500.
FISHER CENTER FOR ALZHEIMERS RESEARCH FOUNDATION 199 WALTER STREET NEW YORK CITY, NY 10038	NONE	PC	GENERAL SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
US FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	PC	GENERAL SUPPORT	200.
HEIFER INTERNATIONAL PO BOX 6021 ALBERT LEA, MN 56007	NONE	PC	GENERAL SUPPORT	800.
WILDWOOD ELEMENTARY SCHOOL 300 HUEY ST WILDWOOD, FL 34785	NONE	PC	GENERAL SUPPORT	500.
DOCTORS WITHOUT BOARDERS 66 CANAL CENTRAL PLAZA STE 130 ALEXANDRIA, VA 22314	NONE	PC	GENERAL SUPPORT	1,000.
TEACH FOR AMERICA, INC. 315 WEST 36TH ST. 6TH FLOOR NEW YORK, NY 10018	NONE	PC	GENERAL SUPPORT	800.
WILDWOOD FOOD PANTRY PO BOX 1762 WILDWOOD, FL 34785	NONE	PC	GENERAL SUPPORT	600.
SPCA OF SUMTER COUNTY, INC. 994 CR 529A/ PO BOX 67 LAKE PANASOFFKEE, FL 33538	NONE	PC	GENERAL SUPPORT	800.
WORLD LAND TRUST 2100 L ST., NW WASHINGTON, DC 20037	NONE	PC	GENERAL SUPPORT	800.
FOOD FOR OTHERS 2938 PROSPERITY AVE FAIRFAX, VA 22031	NONE	PC	GENERAL SUPPORT	500.
SUSAN B. ANTHONY HOUSE 17 MADISON ST. ROCHESTER, NY 14608	NONE	PC	GENERAL SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEBREW HOME OF GREATER WASHINGTON 6121 MONTROSE ROAD ROCKVILLE, MD 20852	NONE	PC	GENERAL SUPPORT	900.
MARINE TOYS FOR TOTS FOUNDATION 18251 QUANTICO GATEWAY DR. TRIANGLE, VA 22172	NONE	PC	GENERAL SUPPORT	500.
THE SMILE TRAIN 41 MADISON AVE NEW YORK, NY 10010	NONE	PC	GENERAL SUPPORT	500.
MSAA 375 KINGS HIGHWAY NORTH CHERRY HILL, NJ 08034	NONE	PC	GENERAL SUPPORT	500.
JEWISH SOCIAL SERVICE AGENCY 200 WOOD HILL RD. ROCKVILLE, MD 20850	NONE	PC	GENERAL SUPPORT	800.
CLEARWATER MARINE ACQUARIUM 249 WINDWARD PASSAGE CLEARWATER, FL 33767	NONE	PC	GENERAL SUPPORT	500.
MIRACLE FLIGHTS FOR KIDS 2764 N. GREEN VALLEY PARKWAY #15 GREEN VALLEY, NV 89014-2120	NONE	PC	GENERAL SUPPORT	500.
THE SEEING EYE, INC. 10 WASHINGTON VALLEY RD MORRISTOWN, NY 07960	NONE	PC	GENERAL SUPPORT	500.
HABITAT FOR HUMANITY, INTERNATIONAL 322 WEST LAMAR ST AMERICUS, GA 31706	NONE	PC	GENERAL SUPPORT	1,000.
SPECIAL OLYMPICS OF FLORIDA 1915 DON WICKHAM DR CLERMONT, FL 34711	NONE	PC	GENERAL SUPPORT	550.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BUFFALO ARTS STUDIO 2495 MAIN STREET STE 500 BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	400.
BUFFALO CITY MISSION 100 EAST TUPPER ST BUFFALO, NY 14225	NONE	PC	GENERAL SUPPORT	500.
BUFFALO OLMSTED PARKS CONSERVANCY PARKSIDE LODGE 84 PARKSIDE AVE BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	500.
BUFFALO STATE COLLEGE FOUNDATION 1300 ELMWOOD AVE GC 417 BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	5,000.
ERIE COUNTY SPCA 205 ENSMINGER ROAD TONAWANDA, NY 14150	NONE	PC	GENERAL SUPPORT	1,000.
FOOD BANK OF WNY 91 HOLT STREET BUFFALO, NY 14216-3199	NONE	PC	GENERAL SUPPORT	400.
NIAGRA UNIVERSITY LEWISTON RD NIAGARAY UNIVERSITY, NY 14109	NONE	PC	GENERAL SUPPORT	500.
PEOPLE INC. FOUNDATION 1219 N. FOREST WILLIAMSVILLE, NY 14221	NONE	PC	GENERAL SUPPORT	500.
ST. MARK SCHOOL 55 WEST 138TH ST. NEW YORK, NY 10037	NONE	PC	GENERAL SUPPORT	750.
ST. MARY'S SCHOOL FOUNDATION 2253 MAIN ST. BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	750.
Total from continuation sheets				

Part XVI Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TEN LIVES CLUB PO BOX 253 NORTH BOSTON, NY 14110	NONE	PC	GENERAL SUPPORT	250.
WESTFIELD STRAY CAT CLINIC 59 EAST MAIN STREET WESTFIELD, NY 14787	NONE	PC	GENERAL SUPPORT	750.
FISH & WILDLIFE FOUNDATION OF FLORIDA, INC. PO BOX 11010 TALLAHASSEE, FL 32302	NONE	PC	GENERAL SUPPORT	600.
WESTFIELD COMMUNITY KITCHEN 101 EAST MAIN STREET WESTFIELD, NY 14787	NONE	PC	GENERAL SUPPORT	500.
PATERSON LIBRARY 40 S. PORTAGE STREET WESTFIELD, NY 14787	NONE	PC	GENERAL SUPPORT	500.
HOPE FOR CATS PO BOX 243 NORTH BOSTON, NY 14110	NONE	PC	GENERAL SUPPORT	250.
YMCA OF WESTFIELD SOUTH PORTAGE STREET WESTFIELD, NY 14787	NONE	PC	GENERAL SUPPORT	500.
CEPA 617 MAIN STREET, SUITE 201 BUFFALO, NY 14203	NONE	PC	GENERAL SUPPORT	250.
BUFFALO CAN ANIMAL PANTRY 201 NORWALK BUFFALO, NY 14216	NONE	PC	GENERAL SUPPORT	250.
OLV HOMES OF CHARITY 780 RIDGE ROAD LACKAWANNA, NY 14218	NONE	PC	GENERAL SUPPORT	500.
Total from continuation sheets				

JOSEPH R. TAKATS FOUNDATION

16-1098026

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BUFFALO STATE COLLEGE FOUNDATION 1300 ELMWOOD AVE GC 417 BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	1,000.
GREYSTONE NATURE PRESERVE 8531 BEAR LAKE ROAD FREDONIA, NY 14063	NONE	PC	GENERAL SUPPORT	500.
UNIVERSITY OF MISSOURI KANSAS CITY 5100 ROCKHILL ROAD KANSAS CITY, MO 64110-2499	NONE	PC	GENERAL SUPPORT	5,000.
PORTLAND VOLUNTEER FIRE DEPARTMENT PO BOX 229 PORTLAND, NY 14769-0229	NONE	PC	GENERAL SUPPORT	750.
CHAUTAUQUA RAILS TO TRAILS PO BOX 151 MAYVILLE, NY 14757	NONE	PC	GENERAL SUPPORT	750.
CHAUTAUQUA COUNTY FALLEN HEROES FUND LAKE SHORE DRIVE WEST DUNKIRK, NY 14048	NONE	PC	GENERAL SUPPORT	500.
BUFFALO STATE COLLEGE FOUNDATION 1300 ELMWOOD AVE GC 319 BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	1,000.
AHIRA HALL MEMORIAL LIBRARY 37 WEST MAIN STREET BROCTON, NY 14716	NONE	PC	GENERAL SUPPORT	250.
BOYS AND GIRLS CLUB OF AMERICA 55 EAST BENTON STREET DUNKIRK, NY 14048	NONE	PC	GENERAL SUPPORT	250.
BREAST CANCER NETWORK 3297 WALDEN AVE DEPEW, NY 14043	NONE	PC	GENERAL SUPPORT	750.
Total from continuation sheets				

Part XV. Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BUFFALO MARITIME CENTER 90 ARTHUR STREET BUFFALO, NY 14207	NONE	PC	GENERAL SUPPORT	1,000.
CHAUTAUQUA COUNTY HUMANE SOCIETY 2825 STRUNK ROAD JAMESTOWN, NY 14701	NONE	PC	GENERAL SUPPORT	500.
HOSPICE CHAUTAUQUA COUNTY 20 WEST FAIRMONT AVENUE LAKEWOOD, NY 14750	NONE	PC	GENERAL SUPPORT	500.
NCCF 212 LAKE SHORE DRIVE WEST DUNKIRK, NY 14048	NONE	PC	GENERAL SUPPORT	1,000.
NCCF 212 LAKE SHORE DRIVE WEST DUNKIRK, NY 14048	NONE	PC	GENERAL SUPPORT	500.
NCCF 212 LAKE SHORE DRIVE WEST DUNKIRK, NY 14048	NONE	PC	GENERAL SUPPORT	250.
UNION RELIEF ASSOC OF WESTFIELD PO BOX 454 WESTFIELD, NY 14787-0454	NONE	PC	GENERAL SUPPORT	250.
NATIONAL HISTORIC TRUST - ALLEGANY REGION 4859 RT. 430 BEMUS POINT, NY 14712	NONE	PC	GENERAL SUPPORT	250.
CARLY'S CROSSING ELM & CARLTON STREET BUFFALO, NY 14263	NONE	PC	GENERAL SUPPORT	500.
BUFFALO SEMINARY 205 BIDWELL PARKWAY BUFFALO, NY 14222-1295	NONE	PC	GENERAL SUPPORT	1,000.
Total from continuation sheets				

JOSEPH R. TAKATS FOUNDATION

16-1098026

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NICHOLS SCHOOL 1250 AMHERST ST. BUFFALO, NY 14216	NONE	PC	GENERAL SUPPORT	4,000.
KANSAS CITY UNIVERSITY OF MEDICINE & BIO SCIENCES 1750 INDEPENDENCE AVE KANSAS CITY, MO 64106	NONE	PC	GENERAL SUPPORT	10,000.
GRAND ISLAND FIRE DEPARTMENT 2275 BASELINE ROAD GRAND ISLAND, NY 14072	NONE	PC	GENERAL SUPPORT	500.
HABITAT FOR HUMANITY INTERNATIONAL 121 HABITAT STREET AMERICUS, GA 31709-3498	NONE	PC	GENERAL SUPPORT	500.
PHI KAPPA PSI FOUNDATION 5395 EMERSON WAY INDIANAPOLIS, IN 46226	NONE	PC	GENERAL SUPPORT	250.
NICHOLS SCHOOL 1250 AMHERST ST. BUFFALO, NY 14216	NONE	PC	GENERAL SUPPORT	1,000.
RENSSELAER POLYTECHNIC INSTITUTE 110 8TH ST. TROY, NY 12180	NONE	PC	GENERAL SUPPORT	4,000.
RENSSELAER NEWMAN FOUNDATION 110 8TH ST. TROY, NY 12180	NONE	PC	GENERAL SUPPORT	750.
RMHC OF WNY INC. 780 WEST FERRY ST BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	750.
ST. JOSEPH COLLEGIATE INSTITUTE 845 KENMORE AVENUE KENMORE, NY 14223	NONE	PC	GENERAL SUPPORT	1,250.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. JOSEPH'S ELEMENTARY SCHOOL 3275 MAIN STREET BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	500.
SALVATION ARMY 960 MAIN STREET BUFFALO, NY 14202	NONE	PC	GENERAL SUPPORT	1,000.
ST. MARKS EPISCOPAL CHURCH 61 PAYNE AVENUE NORTH TONAWANDA, NY 14120	NONE	PC	GENERAL SUPPORT	1,500.
WNED PO BOX 806 BUFFALO, NY 14240	NONE	PC	GENERAL SUPPORT	1,000.
NARDIN ACADEMY 135 CLEVELAND AVENUE BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	500.
BUFFALO PHILHARMONIC ORCHESTRA 71 SYMPHONY CIRCLE BUFFALO, NY 14213	NONE	PC	GENERAL SUPPORT	500.
BUFFALO CITY MISSION 100 EAST TUPPER ST BUFFALO, NY 14203	NONE	PC	GENERAL SUPPORT	500.
JAMES V. RYAN FOUNDATION 1835 SHERIDAN DR. BUFFALO, NY 14223	NONE	PC	GENERAL SUPPORT	1,000.
FRANKLIN & MARSHALL COLLEGE PO BOX 3003 LANCASTER, PA 17604-3003	NONE	PC	GENERAL SUPPORT	5,000.
AMERICAN RED CROSS 786 DELAWARE AVENUE BUFFALO, NY 14209	NONE	PC	GENERAL SUPPORT	300.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BUFFALO ZOOLOGICAL GARDENS 300 PARKSIDE AVENUE BUFFALO, NY 14214	NONE	PC	GENERAL SUPPORT	500.
EASTER SEALS OF NEW YORK 230 WASHINGTON AVE EXTENSION ALBANY, NY 12203	NONE	PC	GENERAL SUPPORT	50.
ERIE COUNTY SPCA 205 ENSMINGER ROAD TONAWANDA, NY 14150	NONE	PC	GENERAL SUPPORT	400.
MAKE A WISH FOUNDATION OF WNY 3901 GENESESSA ST. SUITE 110 BUFFALO, NY 14225	NONE	PC	GENERAL SUPPORT	1,500.
MEALS ON WHEELS FOUNDATION OF WNY 100 JAMES E CASEY DRIVE BUFFALO, NY 14266	NONE	PC	GENERAL SUPPORT	900.
NATIONAL MULTIPLE SCLEROSIS SOCIETY 4245 UNION RD. SUITE 108 BUFFALO, NY 14225	NONE	PC	GENERAL SUPPORT	1,000.
NIAGRA HOSPICE INC. 4675 SUNSET DR LOCKPORT, NY 14094	NONE	PC	GENERAL SUPPORT	750.
TEMPLE BETH ZION 805 DELAWARE AVENUE BUFFALO, NY 14209	NONE	PC	GENERAL SUPPORT	1,500.
YMCA PARTNER WITH YOUTH 2564 DELAWARE AVENUE BUFFALO, NY 14216	NONE	PC	GENERAL SUPPORT	1,000.
NARDIN ACADEMY 135 CLEVELAND AVENUE BUFFALO, NY 14222	NONE	PC	GENERAL SUPPORT	350.
Total from continuation sheets				

16-1098026

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
-------------	--	--	--	--	-----------	---

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY - DIVIDENDS	30,951.	838.	30,113.	30,113.	
MORGAN STANLEY - INTEREST	16,609.	0.	16,609.	16,609.	
TO PART I, LINE 4	47,560.	838.	46,722.	46,722.	

FORM 990-PF	OTHER INCOME		STATEMENT	2
-------------	--------------	--	-----------	---

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	2,550.	2,550.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,550.	2,550.	

FORM 990-PF	ACCOUNTING FEES		STATEMENT	3
-------------	-----------------	--	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,655.	828.		827.
TO FORM 990-PF, PG 1, LN 16B	1,655.	828.		827.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
-------------	-------------------------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	41,581.	20,791.		20,790.
TO FORM 990-PF, PG 1, LN 16C	41,581.	20,791.		20,790.

FORM 990-PF	TAXES	STATEMENT	5
-------------	-------	-----------	---

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	779.	779.		0.
FEDERAL TAX BALANCE DUE	1,041.	0.		0.
FEDERAL ESTIMATED TAX PAYMENTS	793.	0.		0.
NEW YORK TAX BALANCE DUE	275.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,888.	779.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
-------------	--	-----------	---

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS - SEE ATTACHED STATEMENT	X		472,724.	467,991.
TOTAL U.S. GOVERNMENT OBLIGATIONS			472,724.	467,991.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			472,724.	467,991.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED STATEMENT	1,107,443.	1,163,993.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,107,443.	1,163,993.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - - SEE ATTACHED STATEMENT	453,977.	451,517.
TOTAL TO FORM 990-PF, PART II, LINE 10C	453,977.	451,517.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
-------------	-------------------	-----------	---

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED STATEMENT	COST	317,923.	336,278.
TOTAL TO FORM 990-PF, PART II, LINE 13		317,923.	336,278.

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
Money Market Funds							
32,601.53	Morgan Stanley Bank Deposit	34,775.32	32,601.53	32,601.53	0.00	0.00	0.00%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-
	70001384	-	-	-	-	-	-
	70001386	-	-	-	-	-	-
	Sub Total	34,775.32	32,601.53	32,601.53	0.00	0.00	0.00%
U.S. Treasury Bonds & Notes							
46,000	US Treasury Nts	46,044.94	45,994.56	46,048.53	53.97	460.00	1.00%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-
	70001384	-	-	-	-	-	-
	70001386	-	-	-	-	-	-
34,000	US Treasury Note	34,677.35	34,610.71	34,633.53	22.82	807.50	2.33%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-
	70001384	-	-	-	-	-	-
	70001386	-	-	-	-	-	-
23,000	U.S. Treasury Notes	24,153.59	24,083.36	24,084.40	1.04	920.00	3.82%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-
	70001384	-	-	-	-	-	-
	70001386	-	-	-	-	-	-
46,000	US Treasury N/B	45,825.72	46,193.06	45,813.15	(379.91)	517.50	1.13%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-
	70001384	-	-	-	-	-	-
	70001386	-	-	-	-	-	-
30,000	US Treasury 1 5000% 11/30/19	30,075.00	30,203.56	30,062.10	(141.46)	450.00	1.50%
	70001381	-	-	-	-	-	-
	70001382	-	-	-	-	-	-

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
-	70001384 - 4,000 Units						
-	70001386 - 4,000 Units						
44,000	U S Treasury Notes 3.625% 02/15/2020	46,942.51	46,827.22	46,820.48	(6.74)	1,595.00	3.41%
-	70001381 - 27,000 Units						
-	70001382 - 5,000 Units						
-	70001384 - 6,000 Units						
-	70001386 - 6,000 Units						
48,000	U S Treasury Note 2.000% 02/15/2022	48,157.50	48,360.95	48,074.97	(285.98)	960.00	2.00%
-	70001381 - 30,000 Units						
-	70001382 - 6,000 Units						
-	70001384 - 6,000 Units						
-	70001386 - 6,000 Units						
46,000	U S Treasury Notes 2.375% 08/15/2024	46,341.41	46,958.85	46,213.81	(745.04)	1,092.50	2.36%
-	70001381 - 28,000 Units						
-	70001382 - 6,000 Units						
-	70001384 - 6,000 Units						
-	70001386 - 6,000 Units						
48,000	US Treasury 1.625% 02/15/2026	45,035.61	47,046.95	44,850.01	(2,196.94)	780.00	1.74%
-	70001381 - 29,000 Units						
-	70001382 - 6,000 Units						
-	70001384 - 7,000 Units						
-	70001386 - 6,000 Units						
Sub Total		367,253.63	370,279.22	366,600.98	(3,678.24)	7,582.50	2.07%
Government Agency Bonds							
74,000	FHLMC 3.750% 03/27/2019	78,202.54	77,747.59	77,954.78	207.19	2,775.00	3.56%
-	70001381 - 46,000 Units						
-	70001382 - 10,000 Units						
-	70001384 - 10,000 Units						
-	70001386 - 8,000 Units						
Sub Total		78,202.54	77,747.59	77,954.78	207.19	2,775.00	3.56%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description		11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
Corp Bonds Domestic								
46,000	American Express	6.150%	47,559.63	47,330.17	47,372.41	42.24	2,829.00	5.97%
	70001381	28,000 Units						
	70001382	6,000 Units						
	70001384	6,000 Units						
	70001386	6,000 Units						
46,000	Merrill Lynch & Co	5.875%	49,080.30	48,821.84	48,893.86	72.22	3,162.50	6.47%
	70001381	28,000 Units						
	70001382	6,000 Units						
	70001384	6,000 Units						
	70001386	6,000 Units						
24,000	Exxon Mobil Corp	1.819%	23,940.78	24,059.33	24,039.38	(19.95)	436.56	1.82%
	70001381	15,000 Units						
	70001382	3,000 Units						
	70001384	3,000 Units						
	70001386	3,000 Units						
25,000	The Goldman Sachs Group Inc	2.600%	25,035.75	25,117.52	25,026.19	(91.33)	650.00	2.60%
	70001381	16,000 Units						
	70001382	3,000 Units						
	70001384	3,000 Units						
	70001386	3,000 Units						
24,000	Venzon	4.500%	25,691.13	25,576.86	25,682.72	105.86	1,080.00	4.21%
	70001381	15,000 Units						
	70001382	3,000 Units						
	70001384	3,000 Units						
	70001386	3,000 Units						
41,000	Time Warner Inc.	4.750%	44,137.98	44,302.16	43,923.35	(378.81)	1,947.50	4.43%
	70001381	25,000 Units						
	70001382	6,000 Units						
	70001384	4,000 Units						
	70001386	6,000 Units						
24,000	Citi Group INC	2.350%	23,518.98	24,149.72	23,476.79	(672.93)	564.00	2.40%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description		11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
	70001381	-	15,000 Units					
	70001382	-	3,000 Units					
	70001384	-	3,000 Units					
	70001386	-	3,000 Units					
41,000	General Elec Cap Corp	4.650%	10/17/2021	44,099.12	44,913.29	61.25	1,906.50	4.24%
	70001381	-	25,000 Units		44,974.54			
	70001382	-	5,000 Units					
	70001384	-	6,000 Units					
	70001386	-	5,000 Units					
26,000	Anheuser-Busch Inbev Wor	2.500%	07/15/2022	25,607.66	25,548.14	41.22	650.00	2.54%
	70001381	-	15,000 Units					
	70001382	-	3,000 Units					
	70001384	-	3,000 Units					
	70001386	-	5,000 Units					
44,000	CVS Caremark Corp	2.750%	12/01/2022	43,176.20	43,941.12	(595.61)	1,210.00	2.79%
	70001381	-	28,000 Units					
	70001382	-	5,000 Units					
	70001384	-	6,000 Units					
	70001386	-	5,000 Units					
24,000	Mondelez Intl Inc Sr Bd	4.000%	02/01/2024	25,541.76	25,315.65	(203.40)	960.00	3.82%
	70001381	-	15,000 Units					
	70001382	-	3,000 Units					
	70001384	-	3,000 Units					
	70001386	-	3,000 Units					
24,000	JP Morgan Chase	3.625%	05/13/2024	24,521.45	25,555.92	(1,143.43)	870.00	3.56%
	70001381	-	15,000 Units		24,412.49			
	70001382	-	3,000 Units					
	70001384	-	3,000 Units					
	70001386	-	3,000 Units					
24,000	Gilead Sciences Inc	3.500%	02/01/2025	24,104.49	24,883.19	(617.76)	840.00	3.46%
	70001381	-	15,000 Units					
	70001382	-	3,000 Units					

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
70001384	-						
70001386	-						
25,000	Enterprise Prods Oper LLC	24,990.27	24,457.25	25,401.56	944.31	937.50	3.69%
70001381	-						
70001382	-						
70001384	-						
70001386	-						
	Sub Total	451,005.50	453,971.96	451,515.84	(2,456.12)	18,043.56	4.00%
Corporate CMOs and REMICs							
0.758	FHLMC Series 1286	0.80	5.15	0.80	(4.35)	0.05	6.25%
70001381	-						
	Sub Total	0.80	5.15	0.80	(4.35)	0.05	6.25%
Common Stock Domestic							
49	AbbVie Inc	3,040.00	3,164.71	3,068.38	(96.33)	125.44	4.09%
70001382	-						
70001384	-						
70001386	-						
76	Acr Worldwide In	1,414.36	1,803.53	1,379.40	(424.13)	0.00	0.00%
70001381	-						
126	Activision Blizzard, Inc	4,612.86	5,008.69	4,549.86	(458.83)	32.76	0.72%
70001382	-						
70001384	-						
70001386	-						
14	Acuity Brands (Holding Co) Inc	3,519.74	2,908.43	3,232.04	323.61	7.28	0.23%
70001382	-						
70001384	-						
70001386	-						
44	Adobe Systems Inc	4,523.64	3,535.46	4,529.80	994.34	0.00	0.00%
70001382	-						
70001384	-						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
31	70001386 - Advanced Energy Inds Inc	1,711.51	1,076.72	1,697.25	620.53	0.00	0.00%
	70001381 -						
24	70001382 - Aetna U S Healthcare Inc	3,140.16	2,780.70	2,976.24	195.54	24.00	0.81%
	70001384 -						
	70001386 -						
9	70001381 - Affiliated Managers Group Inc	1,332.90	1,475.33	1,307.70	(167.63)	0.00	0.00%
0	70001381 - Akorn Inc	1,633.94	1,000.00	0.00	0.00	0.00	0.00%
38	70001382 - Alexion Pharmaceuticals Inc	4,658.42	6,695.82	4,649.30	(2,046.52)	0.00	0.00%
	70001384 -						
	70001386 -						
34	70001381 - Align Technology Inc	3,163.70	1,947.92	3,268.42	1,320.50	0.00	0.00%
15	70001382 - Alleghany Corp	8,519.25	7,180.90	9,121.80	1,940.90	0.00	0.00%
	70001384 -						
	70001386 -						
59	70001381 - Alphabet Inc Cl A	46,552.80	42,227.53	46,754.55	4,527.02	0.00	0.00%
9	70001382 - Amazon Com Inc	6,755.13	3,461.20	6,748.83	3,287.63	0.00	0.00%
	70001384 -						
	70001386 -						
46	70001382 - American Electric Power Inc	2,716.30	2,651.40	2,896.16	234.76	108.56	3.75%
	70001384 -						
	70001386 -						
17	70001382 - American Express Co	1,224.68	1,099.76	1,259.36	159.60	21.76	1.73%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
28	Ameriprise Financial Inc.	3,197.88	3,610.55	3,106.32	(504.23)	84.00	2.70%
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
54	Amgen Inc	7,779.78	8,507.06	7,895.34	(611.72)	248.40	3.15%
70001381	-	-	-	-	-	-	-
118	Amphenol Corp New	8,122.94	6,668.39	7,929.60	1,261.21	75.52	0.95%
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
336	Amtrust Financial Services Inc	9,191.06	0.00	9,199.68	9,199.68	228.48	2.48%
70001381	-	-	-	-	-	-	-
48	Apache Corp	3,231.55	2,731.95	3,046.56	314.61	48.00	1.58%
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
152	Apple Computer Inc	17,572.68	19,086.81	17,604.64	(1,482.17)	346.56	1.97%
70001381	-	-	-	-	-	-	-
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
26	Ansta Networks Inc.	2,465.06	2,106.50	2,516.02	409.46	0.00	0.00%
70001381	-	-	-	-	-	-	-
84	At & T Inc	3,244.92	2,872.99	3,572.52	699.53	164.64	4.61%
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-
70001386	-	-	-	-	-	-	-
93	Bali Corp	7,055.64	6,894.45	6,981.51	87.06	48.36	0.69%
70001382	-	-	-	-	-	-	-
70001384	-	-	-	-	-	-	-

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
70001386							
33	Bank Of The Ozarks	1,601.16	1,479.16	1,735.47	256.31	21.78	1.25%
70001381							
24	Be Aerospace Inc	1,440.96	1,476.67	1,444.56	(32.11)	20.16	1.40%
70001381							
34	Bed Bath & Beyond Inc	1,523.54	1,504.36	1,381.76	(122.60)	17.00	1.23%
70001381							
34	Berry Plastics Group Inc	1,692.18	1,502.82	1,656.82	154.00	0.00	0.00%
70001381							
17	Biogen Idec Inc	4,999.19	6,618.79	4,820.86	(1,797.93)	0.00	0.00%
70001382							
70001384							
70001386							
19	Blackrock Inc	7,045.01	7,060.26	7,230.26	170.00	174.04	2.41%
70001381							
8	Boston Beer Inc	1,384.80	1,530.44	1,358.80	(171.64)	0.00	0.00%
70001381							
116	Bristol Myers Squibb Co	6,547.04	7,048.59	6,779.04	(269.55)	180.96	2.67%
70001382							
70001384							
70001386							
15	Broadcom Ltd	2,557.35	2,577.87	2,651.55	73.68	61.20	2.31%
70001381							
37	Broadridge Finl Solutions Inc	2,395.38	2,045.27	2,453.10	407.83	48.84	1.99%
70001381							
43	BroadSoft Inc.	1,784.50	1,609.54	1,773.75	164.21	0.00	0.00%
70001381							
100	Brown Forman Corp C/B	4,580.35	4,598.12	4,492.00	(106.12)	73.00	1.63%
70001382							
70001384							
70001386							
29	Burlington Stores Inc	2,549.68	1,688.57	2,457.75	769.18	0.00	0.00%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
91	70001381 Ca Inc	2,908.36	2,938.16	2,891.07	(47.09)	92.82	3.21%
	70001382						
	70001384						
	70001386						
107	70001381 Carmax Inc	6,472.48	7,224.51	6,889.73	(334.78)	0.00	0.00%
	70001382						
	70001384						
	70001386						
21	70001381 Carters, Inc	1,917.09	2,155.93	1,814.19	(341.74)	27.72	1.53%
102	70001381 CBRE Group Inc	2,962.08	3,471.99	3,211.98	(260.01)	0.00	0.00%
	70001382						
44	70001381 Cbs Corporation Class B W/I	0.00	2,844.68	2,799.28	(45.40)	31.68	1.13%
	70001382						
	70001384						
	70001386						
39	70001381 Celanese Corp-A	3,093.48	2,733.22	3,070.86	337.64	56.16	1.83%
	70001382						
	70001384						
	70001386						
50	70001381 Celgene Corp	5,925.50	6,061.00	5,787.50	(273.50)	0.00	0.00%
	70001382						
	70001384						
	70001386						
40	70001381 Centene Corp	2,305.20	2,440.10	2,260.40	(179.70)	0.00	0.00%
	70001382						
66	70001381 Charles Schwab Corp	2,551.56	1,877.82	2,605.02	727.20	18.48	0.71%
	70001382						
	70001384						
	70001386						
39	70001381 Cheniere Energy Inc	1,593.54	1,466.06	1,615.77	149.71	0.00	0.00%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
28	70001381 Chevron Corporation	3,346.80	2,822.78	3,295.60	472.82	120.96	3.67%
	70001382 -						
	70001384 -						
	70001386 -						
11	70001381 Cigna Corp	1,482.14	1,340.81	1,467.29	126.48	0.44	0.03%
25	70001381 Cinemark Holding Inc	996.00	1,002.72	959.00	(43.72)	27.00	2.82%
83	70001381 Cintas Corp	9,741.00	6,948.40	9,591.48	2,643.08	110.39	1.15%
	70001382 -						
	70001384 -						
	70001386 -						
102	70001382 Cisco Sys Inc	3,071.46	2,962.16	3,082.44	120.28	106.08	3.44%
	70001384 -						
	70001386 -						
54	70001382 Citigroup Inc	3,101.45	2,759.43	3,209.22	449.79	34.56	1.08%
	70001384 -						
	70001386 -						
74	70001382 Citrix Sys Inc	6,418.02	6,021.41	6,608.94	587.53	0.00	0.00%
	70001384 -						
	70001386 -						
397	70001382 Comcast Corp-Cl A	31,488.03	23,341.12	27,412.85	4,071.73	436.70	1.59%
	70001384 -						
107	70001381 Copart Inc	5,909.76	3,914.08	5,928.87	2,014.79	0.00	0.00%
	70001382 -						
	70001384 -						
	70001386 -						
16	70001386 Costco Wholesale Corp New	2,401.76	2,363.84	2,561.76	197.92	28.80	1.12%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
	70001382						
	70001384						
	70001386						
57	CSRA Inc	10.00	18,143.70	11,814.88	0.18	22.80	1.26%
	70001381						
233	CVS Caremark Corp	23,143.89	24,210.34	18,386.03	(5,824.31)	466.00	2.53%
	70001381						
195	Danaher Corp	16,103.02	15,170.75	15,178.80	8.05	97.50	0.64%
	70001381						
35	Dave & Busters Entmt Inc	1,639.75	1,365.75	1,970.50	604.75	0.00	0.00%
	70001381						
48	Deckers Outdoor Corp	2,855.04	3,545.55	2,658.72	(886.83)	0.00	0.00%
	70001382						
	70001384						
	70001386						
80	Dexcom	5,223.20	6,290.71	4,776.00	(1,514.71)	0.00	0.00%
	70001381						
	70001382						
	70001384						
	70001386						
22	Diamondback Energy Inc	2,372.70	1,736.33	2,223.32	486.99	0.00	0.00%
	70001381						
41	Dolby Laboratories Inc-C/A	1,892.15	1,632.43	1,852.79	220.36	22.96	1.24%
	70001381						
65	Dollar Tree Inc	5,730.40	5,632.04	5,016.70	(115.34)	0.00	0.00%
	70001382						
	70001384						
	70001386						
70	Dover Corp	5,155.31	4,299.73	5,245.10	945.37	123.20	2.35%
	70001382						
	70001384						
	70001386						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
44	Dunkin' Brands Group Inc 70001381	2,388.76	2,275.66	2,307.36	31.70	52.80	2.29%
13	Eagle Materials Inc 70001381	1,263.60	1,245.97	1,280.89	34.92	5.20	0.41%
49	Edgewell Pers Care Co 70001382	4,352.70	4,881.99	3,576.51	(1,305.48)	0.00	0.00%
41	Edwards Lifesciences Corp 70001382	3,396.85	3,612.65	3,841.70	229.05	0.00	0.00%
26	EmcOr Group Inc 70001381	1,803.62	1,504.23	1,839.76	335.53	8.32	0.45%
239	Emerson Electric Co 70001381	15,351.68	10,646.54	13,324.25	2,677.71	458.88	3.44%
81	Energizer Hldgs Inc 70001382	3,679.34	3,217.21	3,613.41	396.20	89.10	2.47%
122	Entegris Inc 70001386	2,189.90	1,638.76	2,183.80	545.04	0.00	0.00%
38	Entergy Corp 70001382	2,611.74	2,893.64	2,791.86	(101.78)	132.24	4.74%
36	Exxon Mobil Corp 70001382	3,317.40	2,621.61	3,249.36	627.75	108.00	3.32%
52	Facebook Inc - A 70001382	6,394.68	4,266.21	5,982.60	1,716.39	0.00	0.00%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
70001384	-	18 Units					
70001386	-	17 Units					
116	Fifth Thrd Bancorp	3,772.90	2,215.18	3,128.52	913.34	64.96	2.08%
70001382	-	36 Units					
70001384	-	37 Units					
70001386	-	43 Units					
42	First Republic Bank	3,439.80	2,423.50	3,869.88	1,446.38	26.88	0.69%
70001381	-	42 Units					
0	Fluor Corp New	3,157.09	0.00	0.00	0.00	0.00	0.00%
54	Foot Locker Inc	3,870.18	3,064.59	3,828.06	763.47	59.40	1.55%
70001381	-	54 Units					
0	Ford Motor Co Del "new"	2,798.64	0.00	0.00	0.00	0.00	0.00%
70	Fortinet Inc	2,107.00	2,560.70	2,108.40	(452.30)	0.00	0.00%
70001381	-	70 Units					
750	Franklin Resources Inc	29,327.22	26,722.95	29,685.00	2,962.05	600.00	2.02%
70001381	-	750 Units					
20	Gartner Inc Cl A	2,056.40	1,667.03	2,021.40	354.37	0.00	0.00%
70001381	-	20 Units					
18	General Dynamics Corp	3,156.30	2,596.74	3,107.88	511.14	54.72	1.76%
70001382	-	6 Units					
70001384	-	6 Units					
70001386	-	6 Units					
92	General Motors Co	3,314.88	3,165.36	3,205.28	39.92	139.84	4.36%
70001382	-	28 Units					
70001384	-	31 Units					
70001386	-	33 Units					
29	Global Pmts Inc	1,987.95	2,137.59	2,012.89	(124.70)	1.16	0.06%
70001381	-	29 Units					
17	Guidewire Software Inc	947.07	912.65	838.61	(74.04)	0.00	0.00%
70001381	-	17 Units					
64	Harford Finl Svcs Group Inc	3,345.52	2,661.71	3,049.60	387.89	58.88	1.93%
70001382	-	21 Units					

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
-	70001384	-	-	-	-	-	-
-	70001386	-	-	-	-	-	-
64	Hasbro Inc	6,062.69	3,986.39	4,978.56	992.17	130.56	2.62%
-	70001382	-	-	-	-	-	-
-	70001384	-	-	-	-	-	-
-	70001386	-	-	-	-	-	-
41	Hawaiian Holdings Inc	2,105.35	1,938.45	2,337.00	398.55	0.00	0.00%
-	70001381	-	-	-	-	-	-
63	HD Supply Holdings Inc	2,472.12	1,831.08	2,678.13	847.05	0.00	0.00%
-	70001381	-	-	-	-	-	-
19	Honeywell Intl Inc	0.00	2,177.17	2,201.15	23.98	50.54	2.30%
-	70001382	-	-	-	-	-	-
-	70001384	-	-	-	-	-	-
-	70001386	-	-	-	-	-	-
56	Horizon Pharma Plc	1,108.80	1,707.61	906.08	(801.03)	0.00	0.00%
-	70001381	-	-	-	-	-	-
32	Iac Interactivecorp	2,155.52	2,160.33	2,073.28	(87.05)	0.00	0.00%
-	70001381	-	-	-	-	-	-
19	Idexx Labs Inc	2,235.35	1,454.31	2,228.13	773.82	0.00	0.00%
-	70001381	-	-	-	-	-	-
194	Illinois Tool Wks Inc	31,420.18	20,393.34	23,757.24	3,363.90	504.40	2.12%
-	70001381	-	-	-	-	-	-
36	Illumina Inc	4,793.04	6,872.77	4,609.44	(2,263.33)	0.00	0.00%
-	70001382	-	-	-	-	-	-
-	70001384	-	-	-	-	-	-
-	70001386	-	-	-	-	-	-
85	Intel Corp	3,088.30	2,824.32	3,082.95	258.63	88.40	2.87%
-	70001382	-	-	-	-	-	-
-	70001384	-	-	-	-	-	-
-	70001386	-	-	-	-	-	-
30	Interactive Brokers Group Inc	1,101.60	970.97	1,095.30	124.33	12.00	1.10%
-	70001381	-	-	-	-	-	-

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
35	Intercept Pharmaceuticals	3,539.20	6,672.91	3,802.75	(2,870.16)	0.00	0.00%
	70001382						
	70001384						
	70001386						
72	Intercontinental Exchange Inc	3,988.80	3,415.50	4,062.24	646.74	48.96	1.21%
	70001382						
	70001384						
	70001386						
20	International Business Machines Corp	3,406.62	3,177.65	3,319.80	142.15	112.00	3.37%
	70001382						
	70001384						
	70001386						
60	International Paper Co	3,605.28	3,142.67	3,183.60	40.93	111.00	3.49%
	70001382						
	70001384						
	70001386						
48	Ionis Pharmaceuticals Inc	2,100.48	3,228.15	2,295.84	(932.31)	0.00	0.00%
	70001381						
270	J P Morgan Chase & Co	22,607.94	18,149.50	23,298.30	5,148.80	518.40	2.23%
	70001381						
	70001382						
	70001384						
	70001386						
27	Johnson & Johnson	3,005.10	2,726.87	3,110.67	383.80	86.40	2.78%
	70001382						
	70001384						
	70001386						
74	Kapstone Paper A	1,511.82	2,476.86	1,631.70	(845.16)	29.60	1.81%
	70001381						
50	M & T Bk Corp	7,628.82	6,042.32	7,821.50	1,779.18	140.00	1.79%
	70001382						
	70001384						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
	70001386						
27	Manhattan Assocs Inc	1,414.80	1,379.07	1,431.81	52.74	0.00	0.00%
	70001381						
11	MarketAxess Holdings Inc	1,823.47	944.25	1,616.12	671.87	11.44	0.71%
	70001381						
52	Mastercard Inc-A	5,314.40	5,190.43	5,369.00	178.57	45.76	0.85%
	70001381						
101	Mattel Inc	3,188.57	2,574.55	2,782.55	208.00	153.52	5.52%
	70001382						
	70001384						
	70001386						
33	Medidata Solutions Inc	1,822.59	1,598.38	1,639.11	40.73	0.00	0.00%
	70001381						
61	Mettlife Inc	3,630.66	3,094.73	3,287.29	192.56	97.60	2.97%
	70001382						
	70001384						
	70001386						
96	Michaels Cos Inc	2,340.48	2,455.97	1,963.20	(492.77)	0.00	0.00%
	70001381						
22	Middleby Corp	3,013.56	2,393.19	2,833.82	440.63	0.00	0.00%
	70001381						
84	Momenta Pharmaceuticals	1,188.60	1,091.10	1,264.20	173.10	0.00	0.00%
	70001381						
111	Monster Beverage Corp new	4,967.25	4,904.70	4,921.74	17.04	0.00	0.00%
	70001382						
	70001384						
	70001386						
313	National-Oilwell Inc	12,216.72	9,225.18	11,718.72	2,493.54	62.60	0.53%
	70001381						
132	Naviant Corp	2,274.36	1,926.66	2,168.76	242.10	84.48	3.90%
	70001381						
228	Newell Rubbermaid Inc	11,329.41	10,562.37	10,180.20	(382.17)	173.28	1.70%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
18	70001381 Newmarket Corp	7,531.38	8,462.38	7,629.12	(833.26)	115.20	1.51%
	70001382 6 Units						
	70001384 6 Units						
	70001386 6 Units						
117	70001381 Nike Inc Class B	5,858.19	5,968.66	5,947.11	(21.55)	84.24	1.42%
	70001382 39 Units						
	70001384 38 Units						
	70001386 40 Units						
25	70001381 Nordson Corp	2,668.25	1,877.44	2,801.25	923.81	27.00	0.96%
41	70001381 Nordstrom Inc	2,292.72	2,182.54	1,965.13	(217.41)	60.68	3.09%
57	70001381 Northrop Grumman Corp	16,976.20	9,471.24	13,257.06	3,785.82	205.20	1.55%
15	70001381 Nvidia Corp	0.00	1,386.73	1,601.10	214.37	8.40	0.52%
	70001382 5 Units						
	70001384 5 Units						
	70001386 5 Units						
95	70001381 Old Dominion Fght Line Inc	8,642.70	7,353.77	8,150.05	796.28	0.00	0.00%
47	70001381 Ophthotech Corp	766.25	2,501.60	227.01	(2,274.59)	0.00	0.00%
55	70001381 Oracle Corporation	2,210.45	2,251.44	2,114.75	(136.69)	33.00	1.56%
	70001382 17 Units						
	70001384 16 Units						
	70001386 22 Units						
19	70001381 Owens Corning Inc	0.00	1,002.00	979.64	(22.36)	15.20	1.55%
	70001381 19 Units						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
24	Palo Alto Networks Inc	3,224.88	3,189.15	3,001.20	(187.95)	0.00	0.00%
	70001382						8 Units
	70001384						8 Units
	70001386						8 Units
122	Paychex Inc	7,604.55	6,069.05	7,427.36	1,358.31	224.48	3.02%
	70001382						45 Units
	70001384						37 Units
	70001386						40 Units
117	Penske Auto Group	5,839.47	4,828.74	6,065.28	1,236.54	135.72	2.24%
	70001382						39 Units
	70001384						38 Units
	70001386						40 Units
149	Pfizer Inc	2,989.02	5,007.09	4,839.52	(167.57)	190.72	3.94%
	70001382						42 Units
	70001384						45 Units
	70001386						62 Units
31	Pnc Financial Services Group	3,647.82	2,852.85	3,625.76	772.91	68.20	1.88%
	70001382						12 Units
	70001384						9 Units
	70001386						10 Units
30	Power Integrations Inc	2,019.00	1,618.17	2,035.50	417.33	15.60	0.77%
	70001381						30 Units
26	Prestige Brands Holdings Inc	1,236.82	1,484.19	1,354.60	(129.59)	0.00	0.00%
	70001381						26 Units
21	Priceline.Com Inc	22,555.20	30,390.97	30,787.26	396.29	0.00	0.00%
	70001381						17 Units
	70001382						2 Units
	70001384						1 Units
	70001386						1 Units
28	Pricesmart Inc	2,556.40	2,251.94	2,338.00	86.06	19.60	0.84%
	70001382						10 Units
	70001384						9 Units

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
36	70001386 Procter & Gamble Co	2,968.56	2,690.99	3,026.88	335.89	96.42	3.19%
	70001382						
	70001384						
	70001386						
149	Progressive Corp Ohio	4,961.70	5,007.45	5,289.50	282.05	132.34	2.50%
	70001382						
	70001384						
	70001386						
24	Proto Labs Inc	1,250.40	1,167.16	1,232.40	(438.76)	0.00	0.00%
	70001381						
77	Public Svc Enterprise Group Inc	3,180.87	3,250.66	3,378.76	128.10	126.28	3.74%
	70001382						
	70001384						
	70001386						
290	Pulte Group	5,733.44	6,577.91	5,330.20	(1,247.71)	104.40	1.96%
	70001382						
	70001384						
	70001386						
454	Qualcomm Inc	32,157.36	26,451.63	29,600.80	3,149.17	962.48	3.25%
	70001381						
35	Quest Diagnostics Inc	3,498.40	2,392.90	3,216.50	823.60	63.00	1.96%
	70001382						
	70001384						
	70001386						
24	Radius Health Inc	1,277.28	1,206.26	912.72	(293.54)	0.00	0.00%
	70001381						
38	RSP Permian Inc	1,696.70	1,474.33	1,695.56	221.23	0.00	0.00%
	70001381						
40	Ryder System Inc	3,523.50	3,162.52	2,977.60	(184.92)	70.40	2.36%
	70001382						
	70001384						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
102	70001386 Sabre Corp	2,636.70	2,921.68	2,544.90	(376.78)	53.04	2.08%
69	70001381 Salesforce Com	4,968.00	4,359.94	4,723.74	363.80	0.00	0.00%
63	70001382 ServiceNow Inc	5,238.45	4,448.31	4,683.42	235.11	0.00	0.00%
12	70001384 Sherwin Williams Co	3,224.04	3,367.96	3,224.88	(143.08)	40.32	1.25%
128	70001386 Splunk Inc	7,375.36	8,191.13	6,547.20	(1,643.93)	0.00	0.00%
248	70001381 Starbucks Corp	14,376.56	12,591.91	13,768.96	1,177.05	248.00	1.80%
58	70001382 Superior Energy Svcs Inc	0.00	1,047.79	979.04	(68.75)	18.56	1.90%
68	70001381 Supernus Pharmaceuticals Inc	1,466.40	1,082.89	1,717.00	634.11	0.00	0.00%
214	70001382 Symantec Corporation	5,487.75	5,340.50	5,112.46	(228.04)	64.20	1.26%
	70001384						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
272	70001386 - Synchrony Financial	9,884.16	8,364.09	9,865.44	1,501.35	141.44	1.43%
	70001381 - Tableau Software Inc - CL A	1,570.80	3,422.72	1,475.25	(1,947.47)	0.00	0.00%
35	70001381 - Tempur-Pedic Int	6,393.30	5,542.66	6,623.16	1,080.50	0.00	0.00%
	70001382 - Tenet Healthcare Corp	1,736.22	5,237.45	1,691.76	(3,545.69)	0.00	0.00%
	70001382 - Tenet Healthcare Corp	1,288.80	1,531.08	1,304.16	(226.92)	0.00	0.00%
	70001381 - Total System Services Inc	2,313.34	1,841.54	2,304.40	462.87	18.80	0.82%
	70001381 - Travelers Companies Inc	6,460.95	5,930.68	6,855.52	924.84	150.08	2.19%
	70001382 - Trimble Nav Ltd	1,860.54	1,878.51	1,989.90	111.39	0.00	0.00%
	70001381 - UBS Group AG	12,600.75	12,564.57	12,457.65	(106.92)	543.86	4.37%
	70001381 - Ulta Salon Cosmetics & Frag Inc	1,557.00	1,572.64	1,529.64	(43.00)	0.00	0.00%
	70001382 - United Parcel Service Cl B	3,245.76	2,957.32	3,209.92	252.60	87.36	2.72%
	70001381 - United Rentals Inc	2,932.19	2,233.77	3,061.82	828.05	0.00	0.00%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
30	70001381 - 29 Units United Technologies Corp	3,447.04	2,940.51	3,288.60	348.09	79.20	2.41%
	70001382 - 11 Units						
	70001384 - 9 Units						
	70001386 - 10 Units						
67	70001381 - 23 Units US Bancorp New	3,324.54	2,868.02	3,441.79	573.77	75.04	2.18%
	70001382 - 23 Units						
	70001384 - 21 Units						
28	70001386 - 28 Units Veeva Systems Inc-Class A	1,301.44	774.94	1,139.60	364.66	0.00	0.00%
396	70001381 - 328 Units Verizon Communications	20,508.90	19,918.19	21,138.48	1,220.29	914.76	4.33%
	70001382 - 23 Units						
	70001384 - 23 Units						
	70001386 - 22 Units						
65	70001381 - 22 Units Vertex Pharmaceuticals Inc	5,304.65	7,399.36	4,788.55	(2,610.81)	0.00	0.00%
	70001382 - 21 Units						
	70001384 - 22 Units						
57	70001386 - 19 Units Visa Inc-Class A	4,407.24	3,893.92	4,447.14	553.22	37.62	0.85%
	70001382 - 19 Units						
	70001384 - 19 Units						
117	70001386 - 43 Units Voya Financial Inc	4,742.14	5,042.68	4,588.74	(453.94)	4.68	0.10%
	70001382 - 36 Units						
	70001384 - 38 Units						
56	70001381 - 20 Units Vulcan Materials Co	7,287.70	4,625.93	7,008.40	2,382.47	44.80	0.64%
	70001382 - 17 Units						
	70001384 - 19 Units						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
25	Wabtec Corp	2,116.75	2,254.68	2,075.50	(179.18)	10.00	0.48%
	70001381						
87	Wal Mart Stores Inc	6,338.70	6,205.30	6,013.44	(191.86)	174.00	2.89%
	70001382						
	70001384						
	70001386						
114	Wells Fargo & Co New	6,032.88	6,268.82	6,282.54	13.72	173.28	2.76%
	70001382						
	70001384						
	70001386						
32	Whirlpool Corp	5,360.52	6,792.56	5,816.64	(975.92)	128.00	2.20%
	70001382						
	70001384						
	70001386						
47	Williams-Sonoma Inc	2,574.66	3,655.19	2,274.33	(1,380.86)	69.56	3.06%
	70001381						
30	Wyndham World-Wil	2,159.70	2,695.87	2,291.10	(404.77)	60.00	2.62%
	70001381						
36	Xylem Inc	1,856.88	1,516.05	1,782.72	266.67	22.31	1.25%
	70001381						
	Sub Total	967,023.63	891,074.51	945,065.71	53,991.20	14,223.78	1.51%
Common Stock Foreign							
201	Agnico Eagle Mines Ltd	8,251.05	7,183.30	8,442.00	1,258.70	80.40	0.95%
	70001381						
63	Alibaba Group Holding ADR	5,923.26	4,345.75	5,532.03	1,186.28	0.00	0.00%
	70001382						
	70001384						
	70001386						
134	Allergan PLC	1126.81	39,013.08	28,141.34	(10,871.74)	375.20	1.33%
	70001381						
169	Allied World Assurance (Switzerland)	6,647.02	7,320.62	9,076.99	1,756.37	175.76	1.94%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
20	70001381 - Autoliv Inc	2,069.20	2,242.68	2,263.00	20.32	46.40	2.05%
	70001381 -						
25	70001381 - China Lodging Group-Spon Ads	1,309.50	948.88	1,296.00	347.12	16.50	1.27%
	70001381 -						
10	70001381 - Core Labs N V	1,117.60	1,092.13	1,200.40	108.27	22.00	1.83%
	70001381 -						
45	70001381 - Eaton Corp Plc	3,525.03	2,970.46	3,019.05	48.59	102.60	3.40%
	70001382 -						
	70001384 -						
	70001386 -						
53	70001381 - Genpact Limited	1,268.29	1,472.23	1,290.02	(182.21)	0.00	0.00%
	70001381 -						
28	70001381 - Icon PLC (Ireland)	2,117.92	1,938.91	2,105.60	166.69	0.00	0.00%
	70001381 -						
48	70001381 - IMAX Corporation	1,533.60	1,672.59	1,507.20	(165.39)	0.00	0.00%
	70001381 -						
224	70001381 - Invesco Limited	7,483.09	6,488.46	6,796.16	307.70	250.88	3.69%
	70001381 -						
0	70001381 - Jazz Pharmaceuticals PLC (Ireland)	1,554.45	0.00	0.00	0.00	0.00	0.00%
49	70001381 - Mercadolibre Inc	7,733.18	6,099.84	7,650.86	1,551.02	29.40	0.38%
	70001381 -						
	70001382 -						
	70001382 -						
	70001384 -						
	70001386 -						
146	70001381 - Mobilye (Netherlands)	5,435.58	6,097.23	5,565.52	(531.71)	0.00	0.00%
	70001382 -						
	70001384 -						
	70001386 -						
177	70001381 - Nabors Industries Ltd	0.00	2,917.51	2,902.80	(14.71)	42.48	1.46%
	70001382 -						
	70001384 -						

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
483	70001386 Nippon Teleg & Tel Corp Spons Adr	20,105.00	18,881.26	20,319.81	1,458.55	475.60	2.34%
115	70001381 Royal Dutch-Adr A	6,285.30	6,924.93	6,253.70	(671.23)	367.53	5.88%
190	70001382 39 Units						
	70001384 37 Units						
	70001386 39 Units						
0	70001381 Ryanair Hldgs Plc Adr	15,728.48	12,380.21	15,819.40	3,439.19	0.00	0.00%
339	70001381 Sasol Ltd-Sponsored Adr	3,172.54	0.00	0.00	0.00	0.00	0.00%
109	70001381 Schlumberger Ltd	23,534.00	27,202.13	28,459.05	1,256.92	678.00	2.38%
	70001381 Shire Plc Spons Adr	19,031.40	24,419.94	18,571.42	(5,848.52)	87.60	0.47%
	70001381 93 Units						
	70001382 5 Units						
	70001384 5 Units						
	70001386 6 Units						
873	70001381 Taiwan Semiconductor Spons Adr	32,629.31	20,931.47	25,098.75	4,167.28	656.10	2.61%
720	70001381 Tencent Hldgs Ltd Unspns Adr	18,654.16	13,844.43	17,616.60	3,772.17	38.32	0.22%
0	70001381 Total S.A Spon Adr	3,240.88	0.00	0.00	0.00	0.00	0.00%
	Sub Total	225,163.24	216,368.04	218,927.70	2,559.66	3,444.77	1.57%
Mutual Fund Domestic Equity							
691	Claymore Exchange Trd Fd Tr	0.00	17,337.19	17,399.38	62.19	752.22	4.32%
	70001381 284 Units						
	70001382 134 Units						
	70001384 136 Units						
	70001386 137 Units						
	Sub Total	0.00	17,337.19	17,399.38	62.19	752.22	4.32%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	U.S. Treasury Inflation Index	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
24,000	US Treasury TIPS	0 125% 01/15/2023	23,435.61	24,697.27	23,435.61	(1,261.66)	30.00	0.13%
	70001381	15,000 Units						
	70001382	3,000 Units						
	70001384	3,000 Units						
	70001386	3,000 Units						
	Sub Total		23,435.61	24,697.27	23,435.61	(1,261.66)	30.00	0.13%
Short Term Investment Fund								
906.82	Northern Institutional Gov't Select		18,250.37	906.82	906.82	0.00	2.26	0.25%
	70001383	404.67 Units						
	70001385	500.38 Units						
	70001387	1.77 Units						
	Sub Total		18,250.37	906.82	906.82	0.00	2.26	0.25%
Exchanged Traded Funds Equity								
259	Energy Select Sector SPDR		19,947.24	16,336.19	19,507.88	3,171.69	440.75	2.26%
	70001381	103 Units						
	70001382	54 Units						
	70001384	50 Units						
	70001386	52 Units						
833	Ishares Core MSCI Emerging		37,515.09	36,522.24	35,360.85	(1,161.39)	805.02	2.28%
	70001381	338 Units						
	70001382	164 Units						
	70001384	161 Units						
	70001386	170 Units						
453	Ishares Curr Hedged Msci UK		11,444.80	10,990.70	10,251.39	(739.31)	393.81	3.84%
	70001381	180 Units						
	70001382	89 Units						
	70001384	93 Units						
	70001386	91 Units						
757	Schwab US Small Cap ETF		47,316.69	38,916.09	46,540.36	7,624.27	697.65	1.50%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
	70001381 - 305 Units						
	70001382 - 153 Units						
	70001384 - 145 Units						
	70001386 - 154 Units						
2,758	Select Sector Spdr Tr	64,963.86	60,680.66	64,123.50	3,442.84	1,283.09	2.00%
	70001381 - 1,101 Units						
	70001382 - 566 Units						
	70001384 - 524 Units						
	70001386 - 567 Units						
139	Spdr Gold Trust	15,645.00	16,638.95	15,235.79	(1,403.16)	0.00	0.00%
	70001381 - 57 Units						
	70001382 - 27 Units						
	70001384 - 27 Units						
	70001386 - 28 Units						
361	Vanguard Info Tech Etf	44,770.20	38,982.07	43,861.50	4,879.43	575.08	1.31%
	70001381 - 145 Units						
	70001382 - 73 Units						
	70001384 - 70 Units						
	70001386 - 73 Units						
101	Vanguard Materials ETF	11,416.02	9,939.46	11,356.44	1,416.98	189.78	1.67%
	70001381 - 42 Units						
	70001382 - 20 Units						
	70001384 - 19 Units						
	70001386 - 20 Units						
391	Wisdomtree Europe Hedged Fund	21,731.16	21,393.02	22,443.40	1,050.38	614.01	2.74%
	70001381 - 157 Units						
	70001382 - 77 Units						
	70001384 - 78 Units						
	70001386 - 79 Units						
Sub Total		274,749.06	250,399.38	268,681.11	18,281.73	4,999.19	1.86%

Account Holdings

December 01, 2016 To December 31, 2016

Shares / PV	Asset Description	Exchange Traded Fund Fixed Income				11/30/2016 Beginning Mkt Value	12/31/2016 Ending Cost Basis	12/31/2016 Ending Mkt Value	Unrealized Gain/Loss Cost to Mkt	Projected Annual Int & Divs	Int Div Yield
387	Ishares Barclays 1-3 Year Treasury					33,631.00	32,835.21	32,682.15	(153.06)	233.38	0.71%
	70001381	-	155 Units								
	70001382	-	80 Units								
	70001384	-	74 Units								
	70001386	-	78 Units								
370	Ishares Tr					0.00	17,350.96	17,515.80	164.84	969.41	5.53%
	70001381	-	152 Units								
	70001382	-	72 Units								
	70001384	-	73 Units								
	70001386	-	73 Units								
0	Vaneck Vectors High Yield Mun					34,097.50	0.00	0.00	0.00	0.00	0.00%
	Sub Total					67,728.50	50,186.17	50,197.95	11.78	1,202.79	2.40%
	****Total Investments****					2,507,588.20	2,385,574.83	2,453,288.21	67,713.38	53,056.12	2.16%

Gain or Loss amounts and transactions, as shown, may not reflect the amount to be used for income tax purposes