

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation MUSICAL INSTRUMENT MUSEUM		A Employer identification number 16-1743588	
Number and street (or P O box number if mail is not delivered to street address) 4725 EAST MAYO BOULEVARD		Room/suite	B Telephone number (see instructions) (480) 478-6000
City or town, state or province, country, and ZIP or foreign postal code PHOENIX, AZ 85050		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 117,483,667	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	8,880,901			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities . . .	400,139	400,139	400,139	
	5a Gross rents	300,578	300,578	300,578	
	b Net rental income or (loss) -544,023				
	6a Net gain or (loss) from sale of assets not on line 10	-85,494			
	b Gross sales price for all assets on line 6a 5,205,680				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances 1,021,267				
Operating and Administrative Expenses	b Less Cost of goods sold 468,728				
	c Gross profit or (loss) (attach schedule)	552,539		552,539	
	11 Other income (attach schedule)	6,149,066	0	6,149,066	
	12 Total. Add lines 1 through 11	16,197,729	700,717	7,402,322	
	13 Compensation of officers, directors, trustees, etc	277,231	0	0	277,231
	14 Other employee salaries and wages	3,999,409	0	159,292	3,856,851
	15 Pension plans, employee benefits	865,023	0	0	881,399
	16a Legal fees (attach schedule)	6,735	0	0	6,735
	b Accounting fees (attach schedule)	21,859	0	0	21,859
	c Other professional fees (attach schedule)	1,480,335	132,828	132,828	1,315,482
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .				
	19 Depreciation (attach schedule) and depletion . . .	5,991,094	0	5,406,658	
	20 Occupancy	1,006,973	0	93,740	913,233
	21 Travel, conferences, and meetings	190,687	0	0	190,687
	22 Printing and publications	95,479	0	103	95,376
	23 Other expenses (attach schedule)	2,789,668	0	57,690	2,887,086
	24 Total operating and administrative expenses. Add lines 13 through 23	16,724,493	132,828	5,850,311	10,445,939
	25 Contributions, gifts, grants paid	367,657			367,657
	26 Total expenses and disbursements. Add lines 24 and 25	17,092,150	132,828	5,850,311	10,813,596
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-894,421			
	b Net investment income (if negative, enter -0-)		567,889		
c Adjusted net income (if negative, enter -0-)				1,552,011	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	1,521,424	3,383,926	3,383,926	
	2 Savings and temporary cash investments	1,362,488	1,345,073	1,345,073	
	3 Accounts receivable ▶ <u>227,621</u>				
	Less allowance for doubtful accounts ▶ _____	22,598	227,621	227,621	
	4 Pledges receivable ▶ <u>268,063</u>				
	Less allowance for doubtful accounts ▶ _____	419,287	268,063	268,063	
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____				
	Less allowance for doubtful accounts ▶ _____				
	8 Inventories for sale or use	401,841	424,952	424,952	
	9 Prepaid expenses and deferred charges	420,359	392,853	392,853	
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	11,046,885	11,368,011	11,368,011	
	c Investments—corporate bonds (attach schedule)	5,008,218	5,079,468	5,079,468	
	Liabilities	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____					
12 Investments—mortgage loans					
13 Investments—other (attach schedule)		1,934,118	2,626,818	2,626,818	
14 Land, buildings, and equipment basis ▶ <u>129,977,555</u>					
Less accumulated depreciation (attach schedule) ▶ <u>40,360,963</u>		94,824,295	89,616,592	89,616,592	
15 Other assets (describe ▶ _____)		726,369	2,750,290	2,750,290	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		117,687,882	117,483,667	117,483,667	
Net Assets or Fund Balances		17 Accounts payable and accrued expenses	841,239	666,638	
		18 Grants payable			
		19 Deferred revenue	420,609	428,880	
		20 Loans from officers, directors, trustees, and other disqualified persons			
		21 Mortgages and other notes payable (attach schedule)			
		22 Other liabilities (describe ▶ _____)	206,374	187,326	
		23 Total liabilities (add lines 17 through 22)	1,468,222	1,282,844	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	98,100,382	96,228,031		
	25 Temporarily restricted	3,881,888	5,728,474		
	26 Permanently restricted	14,237,390	14,244,318		
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)	116,219,660	116,200,823		
	31 Total liabilities and net assets/fund balances (see instructions) .	117,687,882	117,483,667		

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	116,219,660
2 Enter amount from Part I, line 27a	2	-894,421
3 Other increases not included in line 2 (itemize) ▶ _____	3	875,584
4 Add lines 1, 2, and 3	4	116,200,823
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	116,200,823

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)
1 a PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
c SALE/DISPOSAL OF FIXED ASSETS	P		
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 4,282,903		4,360,108	-77,205
b 919,334		927,623	-8,289
c 3,443	28,686	32,129	0
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-77,205
b			-8,289
c			0
d			
e			

2 Capital gain net income or (net capital loss)	2	-85,494
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-8,289

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 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	11,958,153	21,562,730	0 554575
2014	12,992,946	18,656,763	0 696420
2013	11,060,124	14,460,857	0 764832
2012	12,923,054	12,210,059	1 058394
2011	13,465,573	8,329,351	1 616641

2 Total of line 1, column (d)	2	4 690862
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 938172
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	22,003,142
5 Multiply line 4 by line 3	5	20,642,732
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,679
7 Add lines 5 and 6	7	20,648,411
8 Enter qualifying distributions from Part XII, line 4	8	10,813,596

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	11,358
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	11,358
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	11,358
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	23,480
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	23,480
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	152
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	11,970
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> 11,970 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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	1b		No
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 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		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MN, AZ, NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
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	Yes	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW MIM ORG	13	Yes	
14	The books are in care of THE ORGANIZATION Telephone no (480) 478-6000			

Located at **4725 EAST MAYO BOULEVARD PHOENIX AZ** ZIP+4 **85050**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
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? <input type="checkbox"/>	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). <input type="checkbox"/>	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 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). <input type="checkbox"/>	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?				5b
Organizations relying on a current notice regarding disaster assistance check here.		<input type="checkbox"/>		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		<input type="checkbox"/> Yes	<input type="checkbox"/> No	
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				6b
If "Yes" to 6b, file Form 8870				No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				7b

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
MANUEL JORDAN 4725 E MAYO BLVD PHOENIX, AZ 85050	DEPUTY DIRECTOR & CH 40 00	170,500	10,580	0
DEBBIE GARNETT 4725 E MAYO BLVD PHOENIX, AZ 85050	HUMAN RESOURCES DIRE 40 00	107,394	19,594	0
LACEY HAUSER 4725 E MAYO BLVD PHOENIX, AZ 85050	MUSEUM STORE MANAGER 40 00	82,012	18,527	0
BRIAN DREDLA 4725 E MAYO BLVD PHOENIX, AZ 85050	DIRECTOR OF EDUCATIO 40 00	80,000	9,416	0
MARY FARMER 4725 E MAYO BLVD PHOENIX, AZ 85050	ADMINISTRATIVE AFFAI 40 00	77,500	9,237	0

Total number of other employees paid over \$50,000. 46

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
LANDCORP ARIZONA LLC 14811 N KIERLAND BLVD STE 700 SCOTTSDALE, AZ 85254	JANITORIAL SERVICES	254,800
BON APPETIT CO BOFA ILLINOIS 91337 COLLECTIONS DR CHICAGO, IL 606931337	CATERING SERVICES	191,662
ALLIEDBARTON SECURITY SERVICES LLC PO BOX 828854 PHILADELPHIA, PA 191828854	SECURITY PERSONAL SERVICES	154,884
WD MANOR MECHANICAL CONTRACTORS INC 1838 NORTH 23RD AVENUE PHOENIX, AZ 85009	EQUIPMENT SERVICES	87,058
WESTWERK LLC 1621 E HENNEPIN AVE STE B26 MINNEAPOLIS, MN 55414	WEBSITE SERVICES	50,563
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 THIS PAST YEAR, WE MADE GREAT PROGRESS IN FURTHERING THE MISSION OF MIM, ACHIEVED THROUGH YOUR GENEROUS SUPPORT AND CONTINUED BELIEF IN OUR EFFORTS TO BE THE BEST MUSEUM EVER FOR OUR GROWING AUDIENCES. MIM WELCOMED OVER 305,000 GUESTS- OUR LARGEST ATTENDANCE NUMBER TO DATE- WHICH INCLUDED MORE THAN 58,000 CONCERTGOERS AT 258 PERFORMANCES AND NEARLY 58,000 SCHOOL AND YOUTH TOUR PARTICIPANTS. NEW PARTNERSHIPS WERE DEVELOPED WITH THE PHOENIX SYMPHONY AND THE SCOTTSDALE CENTER FOR THE PERFORMING ARTS TO CO-PRESENT PERFORMANCES IN THE SUPERB MIM MUSIC THEATER. MIM HAS ALSO MAINTAINED ITS RANKING AS THE NUMBER ONE ATTRACTION IN PHOENIX FOR THE LAST THREE YEARS AND IS AMONG THE TOP TWENTY MUSEUMS IN THE UNITED STATES ACCORDING TO TRIPADVISOR. (CONTINUED ON FORM 990PF, PART IX-A, LINE 2.)	13,943,032
2 (CONTINUATION FROM FORM 990PF, PART IX-A, LINE 1.) IN COLLABORATION WITH THE MUSEO DEL VIOLINO AND THE FRIENDS OF STRADIVARI IN CREMONA, ITALY, MIM SHOWCASED TREASURED INSTRUMENTS FROM MASTER VIOLIN MAKERS ANDREA AMATI, GUARNERI DEL GESÙ, AND THE INCOMPARABLE ANTONIO STRADIVARI. LAST NOVEMBER, WE LAUNCHED OUR LATEST SPECIAL EXHIBITION, DRAGONS AND VINES: INLAID GUITAR MASTERPIECES, WHICH CELEBRATES THE BOLD IMAGINATION AND UNPARALLELED CREATIVITY OF THE GREATEST INLAY ARTISTS AND LUTHIERS IN NORTH AMERICA.	0
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3. ▶	0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	19,458,765
b	Average of monthly cash balances.	1b	2,879,450
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	22,338,215
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	22,338,215
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	335,073
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	22,003,142
6	Minimum investment return. Enter 5% of line 5.	6	1,100,157

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

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	10,813,596
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	10,813,596
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,813,596

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ _____				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. 2006-03-04

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	1,100,157	406,213	226,980	243,319	1,976,669
b 85% of line 2a	935,133	345,281	192,933	206,821	1,680,169
c Qualifying distributions from Part XII, line 4 for each year listed	10,813,596	11,958,153	12,992,946	11,060,124	46,824,819
d Amounts included in line 2c not used directly for active conduct of exempt activities	0	0	0	0	0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	10,813,596	11,958,153	12,992,946	11,060,124	46,824,819
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	733,438	718,758	621,892	482,029	2,556,117
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the organization 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))

ROBERT J ULRICH

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

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 email 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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	367,657
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Enter gross amounts unless otherwise indicated

13 Total. Add line 12, columns (b), (d), and (e).													13	6,472,227
(See worksheet in line 13 instructions to verify calculations)														

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
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Form **990-PF** (2016)

Part XVII

Yes	No
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	No
	No

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	No
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	No
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	No
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	No
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	No
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	No
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	No
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[illegible]

☒ No

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

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

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

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00078514
	KAREN GRIES				
	Firm's name ► CLIFTONLARSONALLEN LLP				Firm's EIN ►41-0746749
	Firm's address ► 20 E THOMAS RD STE 2300 PHOENIX, AZ 85012				Phone no (602) 266-2248

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ROBERT J ULRICH	CHAIRMAN 30 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
GARY TOBEY	VICE CHAIRMAN 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
GAIL DORN	SECRETARY 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
ROBERT BURKE	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
RICHARD BURNS	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
JOHN D'ADDARIO JR	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
MATTHEW FEENEY	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
MARC LEO FELIX	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
MICHAEL R FRANCIS	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
ROBERT G MCMAHON	BOARD MEMBER 1 00	0	0	0
84 SOUTH TENTH ST 450 MINNEAPOLIS, MN 55403				
APRIL SALOMON	EXECUTIVE DIRECTOR 40 00	195,192	20,726	0
4725 E MAYO BLVD PHOENIX, AZ 85050				
CRAIG CULY	TREASURER/CONTROLLER 40 00	82,039	14,562	0
4725 E MAYO BLVD PHOENIX, AZ 85050				


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACADEMY WITH COMMUNITY PARTNERS 433 N HALL MESA, AZ 85203		PC	MUSEUM ADMISSION	88
AGUA FRIA UNION HIGH SCHOOL DISTRICK 1481 N ELISEO FELIX JR WAY AVONDALE, AZ 85323		GOV	MUSEUM ADMISSION	368
ALHAMBRA ELEMENTARY SCHOOL DISTRICT 4510 N 37TH AVE PHOENIX, AZ 85019		GOV	MUSEUM ADMISSION	16,508
ALHAMBRA ELEMENTARY SCHOOL DISTRICT 4510 N 37TH AVE PHOENIX, AZ 85019		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	3,600
AMERICAN HERITAGE ACADEMY 2030 E CHERRY ST COTTONWOOD, AZ 85326		PC	MUSEUM ADMISSION	216
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ARIZONA SCHOOL FOR THE ARTS 1410 N 3RD ST PHOENIX, AZ 85004		PC	MUSEUM ADMISSION	872
ASU PEPARATORY ACADEMY 300 EAST UNIVERSITY DR 210 TEMPE, AZ 85281		PC	MUSEUM ADMISSION	136
AVONDALE ELEMENTARY SCHOOL DISTRICT 295 WEST WESTERN AVENUE AVONDALE, AZ 85323		GOV	MUSEUM ADMISSION	5,069
AVONDALE ELEMENTARY SCHOOL DISTRICT 295 WEST WESTERN AVENUE AVONDALE, AZ 85323		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,000
BALSZ ELEMENTARY SCHOOL DISTRICT 4825 E ROOSEVELT ST PHOENIX, AZ 85008		GOV	MUSEUM ADMISSION	3,440
Total ► 3a				367,657


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BALSZ ELEMENTARY SCHOOL DISTRICT 4825 E ROOSEVELT ST PHOENIX, AZ 85008		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,000
BASIS SCOTTSDALE CHARTER SCHOOL 11440 N 136TH ST SCOTTSDALE, AZ 85254		PC	MUSEUM ADMISSION	672
BIG BROTHERS BIG SISTERS 4745 N 7TH ST SUITE 210 PHOENIX, AZ 85014		PC	MUSEUM ADMISSION	834
BOYS AND GIRLS CLUBS 44 NORTH OAK ST GILBERT, AZ 85233		PC	MUSEUM ADMISSION	256
CARTWRIGHT SCHOOL DISTRICT 3401 N 67TH AVE PHOENIX, AZ 85033		GOV	MUSEUM ADMISSION	8,961
Total 			367,657	
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARTWRIGHT SCHOOL DISTRICT 3401 N 67TH AVE PHOENIX, AZ 85033		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,000
CASA BLANCA COMMUNITY SCHOOL DISTRICT 3455 CASA BLANCA RD BAPCHULE, AZ 85121		GOV	MUSEUM ADMISSION	836
CASA GRANDE DIST - DESERT WILLOW ELEM 2172 N ARIZOLA RD CASA GRANDE, AZ 85122		GOV	MUSEUM ADMISSION	347
CAVE CREEK PO BOX 426 CAVE CREEK, AZ 85327		GOV	MUSEUM ADMISSION	1,752
CAVE CREEK PO BOX 426 CAVE CREEK, AZ 85327		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	750
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHANDLER UNIFIED SCHOOL DISTRICT 1525 W FRYE RD CHANDLER, AZ 85224		GOV	MUSEUM ADMISSION	15,919
CHANDLER UNIFIED SCHOOL DISTRICT 1525 W FRYE RD CHANDLER, AZ 85224		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	3,000
COUNTRY GARDENS CHARTER SCHOOL 6313 W SOUTHERN AVE LAVEEN VILLAGE, AZ 85339		PC	MUSEUM ADMISSION	376
CREIGHTON SCHOOL DISTRICT 2702 E FLOWER ST PHOENIX, AZ 85016		GOV	MUSEUM ADMISSION	4,532
CREIGHTON SCHOOL DISTRICT 2702 E FLOWER ST PHOENIX, AZ 85016		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,350
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
DEER VALLEY UNIFIED SCHOOL DISTRICT 20402 N 15TH AVE PHOENIX, AZ 85027		GOV	MUSEUM ADMISSION	6,933
DEER VALLEY UNIFIED SCHOOL DISTRICT 20402 N 15TH AVE PHOENIX, AZ 85027		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,500
DYSART UNIFIED SCHOOL DISTRICT 15802 N PARKVIEW PLACE SURPRISE, AZ 85374		GOV	MUSEUM ADMISSION	8,919
DYSART UNIFIED SCHOOL DISTRICT 15802 N PARKVIEW PLACE SURPRISE, AZ 85374		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,000
EDUPRENEURSHIP 7301 N 27TH AVE PHOENIX, AZ 85051		PC	MUSEUM ADMISSION	165
Total 				367,657
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOUNTAIN HILLS UNIFIED SCHOOL DISTRICT 16000 E PALISADES BLVD FOUNTAIN HILLS, AZ 85268		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	500
FOWLER ELEMENTARY SCHOOL DISTRICT #45 1617 S 67TH AVE PHOENIX, AZ 85043		GOV	MUSEUM ADMISSION	3,616
FOWLER ELEMENTARY SCHOOL DISTRICT #45 1617 S 67TH AVE PHOENIX, AZ 85043		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	600
FREE ARTS OF ARIZONA 103 W HIGHLAND AVE 200 PHOENIX, AZ 85013		PC	MUSEUM ADMISSION	3,176
GEORGIA PERRON YOUTH 6815 W CACTUS RD PEORIA, AZ 85381		PC	MUSEUM ADMISSION	156
Total 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GILBERT PUBLIC SCHOOL DISTRICT 140 SOUTH GILBERT ROAD GILBERT, AZ 85296		GOV	MUSEUM ADMISSION	9,266
GILBERT PUBLIC SCHOOL DISTRICT 140 SOUTH GILBERT ROAD GILBERT, AZ 85296		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,200
GLENDALE ELEMENTARY SCHOOL DISTRICT 7301 N 58TH AVE GLENDALE, AZ 85301		GOV	MUSEUM ADMISSION	8,055
GLENDALE ELEMENTARY SCHOOL DISTRICT 7301 N 58TH AVE GLENDALE, AZ 85301		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,400
GREAT HEARTS ACADEMIES OF AZ 13613 N CAVE CREEK RD PHOENIX, AZ 85022		PC	MUSEUM ADMISSION	16,645
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment


<div>Recipient</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>Name and address (home or business)</div>				
a <i>Paid during the year</i>				
GREAT HEARTS ACADEMIES OF AZ 13613 N CAVE CREEK RD PHOENIX, AZ 85022		PC	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,150
HIGLEY UNIFIED SCHOOL DISTRICT 2935 SOUTH RECKER ROAD GILBERT, AZ 85295		GOV	MUSEUM ADMISSION	12,977
HIGLEY UNIFIED SCHOOL DISTRICT 2935 SOUTH RECKER ROAD GILBERT, AZ 85295		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,000
HOUSE OF REFUGE 6935 E WILLIAMS FIELD RD MESA, AZ 85212		PC	MUSEUM ADMISSION	230
IMAGINE SCHOOLS OF AZ 11850 N 32ND ST PHOENIX, AZ 85053		PC	MUSEUM ADMISSION	2,096
Total ▶ 3a				367,657


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INTELLISCHOOOLD GLENDALE 13806 N 51ST AVE GLENDALE, AZ 85306		PC	MUSEUM ADMISSION	96
ISSAC ELEMENTARY SCHOOL DISTRICT 3348 W MCDOWELL RD PHOENIX, AZ 85009		GOV	MUSEUM ADMISSION	12,404
ISSAC ELEMENTARY SCHOOL DISTRICT 3348 W MCDOWELL RD PHOENIX, AZ 85009		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	600
KYRENE ELEMENTARY SCHOOL DISTRICT 8700 SOUTH KYRENE RD PHOENIX, AZ 85016		GOV	MUSEUM ADMISSION	12,009
LAVEEN ELEMENTARY SCHOOL DISTRICT 5001 W DOBBINS ROAD LAVEEN, AZ 85339		GOV	MUSEUM ADMISSION	2,620
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LAVEEN ELEMENTARY SCHOOL DISTRICT 5001 W DOBBINS ROAD LAVEEN, AZ 85339		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	450
LIBERTY ELEMENTARY SCHOOL DISTRICT 19871 W FREEMONT RD BUCKEYE, AZ 85326		GOV	MUSEUM ADMISSION	2,470
LIBERTY ELEMENTARY SCHOOL DISTRICT 19871 W FREEMONT RD BUCKEYE, AZ 85326		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	450
LITCHFIELD ELEMENTARY SCHOOL DISTRICT 272 E SAGEBRUSH ST LITCHFIELD, AZ 85340		GOV	MUSEUM ADMISSION	1,080
LITTLETON ELEMENTARY SCHOOL DISTRICT PO BOX 280 CASHION, AZ 85329		GOV	MUSEUM ADMISSION	4,503
Total ▶ 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLETON ELEMENTARY SCHOOL DISTRICT PO BOX 280 CASHION, AZ 85329		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	600
MADISON SCHOOL DISTRICT 5601 N 16TH ST PHOENIX, AZ 85016		GOV	MUSEUM ADMISSION	18,212
MADISON SCHOOL DISTRICT 5601 N 16TH ST PHOENIX, AZ 85016		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,000
MCC ACE PROGRAM 1833 W SOUTHERN AVE MESA, AZ 85202		GOV	MUSEUM ADMISSION	72
MESA PUBLIC SCHOOL DISTRICT 63 EAST MAIN ST MESA, AZ 85201		GOV	MUSEUM ADMISSION	7,911
Total 				367,657
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MESA PUBLIC SCHOOL DISTRICT 63 EAST MAIN ST MESA, AZ 85201		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	3,600
MONTESSORI DAY 1700 W WARNER RD CHANDLER, AZ 85224		PC	MUSEUM ADMISSION	780
MORRISTOWN SCHOOL DISTRICT 25950 W ROCKAWAY HILLS RD MORRISTOWN, AZ 85342		GOV	MUSEUM ADMISSION	72
MURPHY ELEMENTARY SCHOOL DISTRICT 2615 W BUCKEYE RD PHOENIX, AZ 85009		GOV	MUSEUM ADMISSION	224
NADABURG UNIFIED SCHOOL DISTRICT #81 32919 CENTER ST WITTMANN, AZ 85361		GOV	MUSEUM ADMISSION	3,150
Total 				367,657
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NADABURG UNIFIED SCHOOL DISTRICT #81 32919 CENTER ST WITTMANN, AZ 85361		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,000
NEIGHBORHOOD MINISTRIES 1918 W VAN BUREN ST PHOENIX, AZ 85009		PC	MUSEUM ADMISSION	552
NOGALES UNIFIED SCHOOL DISTRICT 310 W PLUM ST NOGALES, AZ 85621		GOV	MUSEUM ADMISSION	165
OPEN HEARTS 4414 N 19TH AVENUE PHOENIX, AZ 85015		PC	MUSEUM ADMISSION	346
OSBORN SCHOOL DISTRICT 1226 W OSBORN RD PHOENIX, AZ 85013		GOV	MUSEUM ADMISSION	7,205
Total ▶ 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OSBORN SCHOOL DISTRICT 1226 W OSBORN RD PHOENIX, AZ 85013		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,600
PARADISE VALLEY UNIFIED SCHOOL DISTRICT 15002 N 32ND ST PHOENIX, AZ 85032		GOV	MUSEUM ADMISSION	18,215
PARADISE VALLEY UNIFIED SCHOOL DISTRICT 15002 N 32ND ST PHOENIX, AZ 85032		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,400
PENDERGAST DISTRICT 3802 NORTH 91ST AVE PHOENIX, AZ 85037		GOV	MUSEUM ADMISSION	15,072
PENDERGAST DISTRICT 3802 NORTH 91ST AVE PHOENIX, AZ 85037		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	3,250
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PEORIA UNIFIED SCHOOL DISTRICT 6330 W THUNDERBIRD RD GLENDALE, AZ 85306		GOV	MUSEUM ADMISSION	29,914
PEORIA UNIFIED SCHOOL DISTRICT 6330 W THUNDERBIRD RD GLENDALE, AZ 85306		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,600
PHOENIX COLLEGIATE ACADEMY 4445 S 12TH ST PHOENIX, AZ 85041		PC	MUSEUM ADMISSION	400
PHOENIX ELEMENTARY SCHOOL DISTRICT 1817 N 7TH ST PHOENIX, AZ 85006		GOV	MUSEUM ADMISSION	1,899
PHOENIX ELEMENTARY SCHOOL DISTRICT 1817 N 7TH ST PHOENIX, AZ 85006		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,755
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHOENIX SISTER CITIES YOUTH 200 W WASHINGTON PHOENIX, AZ 85003		PC	MUSEUM ADMISSION	437
PHOENIX UNION HIGH SCHOOL DISTRICT 4502 N CENTRAL AVE PHOENIX, AZ 85012		GOV	MUSEUM ADMISSION	5,142
PHOENIX UNION HIGH SCHOOL DISTRICT 4502 N CENTRAL AVE PHOENIX, AZ 85012		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	400
PIONEER PREPARATORY SCHOOL 6629 W CLARENDON AVE PHOENIX, AZ 85033		PC	MUSEUM ADMISSION	1,816
RANCHO SOLANO ACADEMIES 9180 E VIA DE VENTURA SCOTTSDALE, AZ 85258		PC	MUSEUM ADMISSION	4,520
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
RAY HIGH SCHOOL 701 N HIGHWAY 177 KEARNY, AZ 85137		GOV	MUSEUM ADMISSION	273
REFUGE FOCUS 3443 N CENTRAL AVE PHOENIX, AZ 85012		PC	MUSEUM ADMISSION	96
ROOSEVELT SCHOOL DISTRICT 6000 S 7TH ST PHOENIX, AZ 85042		GOV	MUSEUM ADMISSION	9,634
ROOSEVELT SCHOOL DISTRICT 6000 S 7TH ST PHOENIX, AZ 85042		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	3,000
SACATON DISTRICT 150 SKILL CENTER DR SACATON, AZ 85147		GOV	MUSEUM ADMISSION	1,469
Total ▶ 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAGE CHARTER ELEMENTARY SCHOOL 1055 E HEARN RD PHOENIX, AZ 85022		PC	MUSEUM ADMISSION	174
SCOTTSDALE UNIFIED SCHOOL DISTRICT 3811 N 44TH ST PHOENIX, AZ 85018		GOV	MUSEUM ADMISSION	936
SCOTTSDALE UNIFIED SCHOOL DISTRICT 3811 N 44TH ST PHOENIX, AZ 85018		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	1,000
SEQUOIA CHARTER ELEM SCHOOLEDKEY 1460 SOUTH HORNE MESA, AZ 85204		PC	MUSEUM ADMISSION	856
SHOW LOW HS 1201 N COUGAR LN SHOW LOW, AZ 85901		GOV	MUSEUM ADMISSION	155
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SOMERTON SCHOOL DISTRICT 343 N CARLISLE AVE SOMERTON, AZ 85350		GOV	MUSEUM ADMISSION	240
SOUTH RIDGE HS 85043 1122 S 67TH AVE PHOENIX, AZ 85043		GOV	MUSEUM ADMISSION	91
SPOT 127 3701 W THOMAS RD PHOENIX, AZ 85019		PC	MUSEUM ADMISSION	200
SUNNYSIDE UNIFIED SCHOOL DISTRICT 2238 E GINTER ROAD TUCSON, AZ 85706		GOV	MUSEUM ADMISSION	611
TEMPE ELEMENTARY SCHOOL DISTRICT 3205 S RURAL RD TEMPE, AZ 85282		GOV	MUSEUM ADMISSION	6,109
Total ▶ 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEMPE ELEMENTARY SCHOOL DISTRICT 3205 S RURAL RD TEMPE, AZ 85282		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	900
THE ACES AT INDIAN BEND RD 1515 S INDIAN BEND RD TEMPE, AZ 85281		PC	MUSEUM ADMISSION	281
TUCSON UNIFIED SCHOOL DISTRICT 1010 E 10TH ST TUCSON, AZ 85719		GOV	MUSEUM ADMISSION	312
WASHINGTON ELEMENTARY SCHOOL DISTRICT 4650 WEST SWEETWATER GLENDALE, AZ 85304		GOV	MUSEUM ADMISSION	7,265
WASHINGTON ELEMENTARY SCHOOL DISTRICT 4650 WEST SWEETWATER GLENDALE, AZ 85304		GOV	TRANSPORTATION ASSOCIATED WITH FIELD TRIPS TO MIM	2,500
Total ► 3a				367,657

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WICKENBURG CHILDREN'S ORG 245 N TEGNER ST WICKENBURG, AZ 85390		PC	MUSEUM ADMISSION	458
WICKENBURG UNIFIED SCHOOL DISTRICT 920 S VULTURE MINE RD WICKENBURG WICKENBURG, AZ 85390		GOV	MUSEUM ADMISSION	632
WILSON PRIMARY SCHOOL 145 N 30TH STREET PHOENIX, AZ 85008		GOV	MUSEUM ADMISSION	1,008
Total ▶ 3a				367,657

TY 2016 Accounting Fees Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	21,859	0	0	21,859

TY 2016 Investments Corporate Bonds Schedule

Name: MUSICAL INSTRUMENT MUSEUM

EIN: 16-1743588

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS BANK DEPOSIT (BDA)	205,611	205,611
ANHEUSER-BUSCH INBEV WORLDWIDE 5.375% 01/15/2020	0	0
ANHEUSER-BUSCH INBEV FIN 3.3% 02/01/2023 USD SR LIEN	154,722	154,722
APPLE INC. 2.85% 05/06/2021 USD SR LIEN S&P AA+	0	0
APPLE INC. 2.25% 02/23/2021 USD SR LIEN NEXT CALL DT. 01	226,613	226,613
AT&T INC. 2.375% 11/27/2018 SR LIEN M-W +15.00BP S&P	101,098	101,098
AT&T INC. 5.875% 10/01/2019 USD SER WI SR LIEN S&P	166,141	166,141
BERKSHIRE HATHAWAY INC. 2.75% 03/15/2023 USD SR LIEN	175,761	175,761
BLACKROCK, INC. 5.0% 12/10/2019 M-W +25.00BP S&P AA-	163,345	163,345
CATERPILLAR FINANCIAL SERVICES MTN 1.0% 03/03/2017	150,457	150,457
CITIGROUP INC. 2.65% 10/26/2020 SR LIEN S&P BBB+	150,823	150,823
COCA-COLA FEMSA S.A.B. DE C.V. 4.625% 02/15/2020 USD	107,487	107,487
COMCAST CORP 2.75% 03/01/2023 USD SR LIEN NEXT CALL	100,202	100,202
DIRECTV HOLDINGS/FINANCE 5.875% 10/01/2019 M-	0	0
DISCOVERY COMMUNICATIONS, LLC 4.375% 06/15/2021	105,635	105,635
DR PEPPER SNAPPLE GROUP 3.13% 12/15/2023 SR LIEN NEXT	50,085	50,085
EXPRESS SCRIPTS HOLDING 3.3% 02/25/2021 USD SR LIEN	128,790	128,790
FIFTH THIRD BANK 2.3% 03/15/2019 USD SER BKNT SR LIEN	202,704	202,704
FRANKLIN RESOURCES, INC. 1.375% 09/15/2017 M-	125,621	125,621
GENERAL ELECTRIC CAPITAL CORP MTN 1.0% 01/08/2016	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GENERAL MILLS, INC. 0.875% 01/29/2016 SR LIEN M-	0	0
GLAXOSMITHKLINE 5.65% 05/15/2018 M-W+25.00BP S&P A+	159,184	159,184
HONEYWELL INTERNATIONAL INC. 5.3% 03/15/2017 M-	0	0
JPMORGAN CHASE & CO. 1.8% 01/25/2018 USD SR LIEN	126,114	126,114
MORGAN STANLEY 2.5% 01/24/2019 USD SER F SR LIEN	102,141	102,141
NATIONAL RURAL UTILITIES COOPE 2.7% 02/15/2023 USD	150,566	150,566
NETAPP, INC. 3.375% 06/15/2021 USD SR LIEN NEXT CALL DT.	76,285	76,285
NOVARTIS SECURITIES INVESTMENT 5.125% 02/10/2019 M-	136,340	136,340
ORACLE CORPORATION 1.2% 10/15/2017 SR LIEN M-	125,347	125,347
ORACLE CORPORATION 2.5% 05/15/2022 USD SR LIEN NEXT	99,625	99,625
ROYAL BANK OF CANADA MTN 2.5% 01/19/2021 USD SR	177,398	177,398
SANOFI 1.25% 04/10/2018 SR LIEN M-W+10.00BP S&P AA	150,134	150,134
SIMON PROPERTY GROUP, L.P. 4.125% 12/01/2021 SR LIEN	133,825	133,825
STARBUCKS CORP 2.7% 06/15/2022 USD SR LIEN NEXT CALL	201,280	201,280
TEXAS INSTRUMENTS INC 1.85% 05/15/2022 USD SR LIEN	96,405	96,405
THE BANK OF NOVA SCOTIA 2.125% 09/11/2019 SR LIEN	126,448	126,448
THE HOME DEPOT, INC. 2.625% 06/01/2022 USD SR LIEN	75,526	75,526
TOTAL CAPITAL INTERNATIONAL 2.75% 06/19/2021 SR LIEN	202,545	202,545
TOYOTA MOTOR CREDIT CORPORATIO 2.05% 01/12/2017 S&P	151,472	151,472
UNITED TECHNOLOGIES CORP 6.125% 02/01/2019 USD SR	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UNITEDHEALTH GROUP INC 6.0% 02/15/2018 SR LIEN M-	107,118	107,118
VERIZON COMMUNICATIONS INC. 4.5% 09/15/2020 SR LIEN	108,336	108,336
WAL-MART STORES, INC. 5.8% 02/15/2018 USD SR LIEN	107,068	107,068
WESTPAC BANKING CORPORATION FRN 07/30/2018 USD	151,216	151,216
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	0	0
GS STRATEGIC INCOME FUND INSTITUTIONAL SHARES	0	0
PIMCO INCOME FUND INSTITUTIONAL	0	0

TY 2016 Investments Corporate Stock Schedule

Name: MUSICAL INSTRUMENT MUSEUM
EIN: 16-1743588

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CAUSEWAY INTERNATIONAL VALUE I MUTUAL FUND CLASS	1,012,247	1,012,247
VIRTUS EMERGING MARKETS OPPORTUNITIES FUND I (HIEMX)	0	0
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	266,600	266,600
ADVANCE AUTO PARTS, INC. CMN (AAP)	82,052	82,052
ALLERGAN INC CMN (AGN)	65,313	65,313
AMERICAN INTL GROUP, INC. CMN (AIG)	78,111	78,111
AON PLC CMN (AON)	77,625	77,625
APPLE, INC. CMN (AAPL)	74,588	74,588
BAIDU, INC. SPONSORED ADR CMN (BIDU)	0	0
BAKER HUGHES INC CMN (BHI)	0	0
BAXALTA INCORPORATED CMN (BXLT)	0	0
BERKSHIRE HATHAWAY INC. CLASS B (BRKB)	112,293	112,293
CANADIAN PACIFIC RAILWAY LTD CMN (CP)	41,484	41,484
CERNER CORP CMN (CERN)	37,943	37,943
CHINA MOBILE LIMITED SPONSORED ADR CMN (CHL)	0	0
COGNIZANT TECHNOLOGY SOLUTIONS CORP CLASS A (CTSH)	59,224	59,224
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)	84,507	84,507
CVS HEALTH CORP CMN (CVS)	77,095	77,095
DOLLAR GENERAL CORPORATION CMN (DG)	57,524	57,524
GENTEX CORP CMN (GNTX)	41,369	41,369
KANSAS CITY SOUTHERN CMN (KSU)	17,377	17,377
MCKESSON CORPORATION CMN (MCK)	57,136	57,136
MICROSOFT CORPORATION CMN (MSFT)	104,209	104,209
MOTOROLA SOLUTIONS INC CMN (MSI)	53,851	53,851
NIELSEN HLDGS PLC CMN (NLSN)	59,863	59,863
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	31,977	31,977
ORACLE CORPORATION CMN (ORCL)	97,279	97,279
PAYPAL HOLDINGS INC CMN (PYPL)	0	0
PRICELINE GROUP INC/THE CMN (PCLN)	80,633	80,633
SAP SE (SPON ADR) (SAP)	67,848	67,848

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHLUMBERGER LTD CMN (SLB)	59,453	59,453
SHERWIN-WILLIAMS CO CMN (SHW)	38,161	38,161
SMITH & NEPHEW PLC ADR CMN (SNN)	0	0
UNION PACIFIC CORP. CMN (UNP)	0	0
WALGREENS BOOTS ALLIANCE, INC. CMN (WBA)	58,511	58,511
WILLIS TOWERS WATSON PLC CMN (WLTW)	37,413	37,413
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	30,547	30,547
ALTRIA GROUP, INC. CMN (MO)	94,226	94,226
BERKSHIRE HATHAWAY INC. CLASS B (BRKB)	36,345	36,345
BLACKROCK, INC. CMN (BLK)	56,320	56,320
BRISTOL-MYERS SQUIBB COMPANY CMN (BMY)	0	0
CA, INC. CMN (CA)	48,227	48,227
CARNIVAL CORPORATION CMN (CCL)	64,763	64,763
CHEVRON CORPORATION CMN (CVX)	42,607	42,607
CINCINNATI FINANCIAL CRP CMN (CINF)	64,948	64,948
CISCO SYSTEMS, INC. CMN (CSCO)	37,624	37,624
COCA-COLA COMPANY (THE) CMN (KO)	53,110	53,110
COMMUNICATIONS SALES & LEASING INC CMN (CSAL)	0	0
CONOCOPHILLIPS CMN (COP)	0	0
CORRECTIONS CORP OF AMERICA CMN (CXW)	0	0
DIAGEO PLC SPON ADR (NEW) SPONSORED ADR CMN (DEO)	43,343	43,343
DOMINION RESOURCES, INC. CMN (D)	22,594	22,594
DUKE ENERGY CORPORATION CMN (DUK)	22,355	22,355
ELI LILLY & CO CMN (LLY)	54,427	54,427
GENERAL DYNAMICS CORP. CMN (GD)	79,596	79,596
GENERAL ELECTRIC CO CMN (GE)	72,882	72,882
GENERAL MILLS INC CMN (GIS)	58,929	58,929
H & R BLOCK INC. CMN (HRB)	28,780	28,780
HASBRO, INC. CMN (HAS)	21,159	21,159
INTEL CORPORATION CMN (INTC)	46,208	46,208

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KINDER MORGAN INC CMN CLASS P (KMI)	43,098	43,098
LOWES COMPANIES INC CMN (LOW)	30,439	30,439
MERCK & CO., INC. CMN (MRK)	48,896	48,896
MICROSOFT CORPORATION CMN (MSFT)	46,791	46,791
NEWMARKET CORP CMN (NEU)	30,206	30,206
NORFOLK SOUTHERN CORPORATION CMN (NSC)	66,355	66,355
PAYCHEX, INC. CMN (PAYX)	56,192	56,192
PFIZER INC. CMN (PFE)	46,284	46,284
REYNOLDS AMERICAN INC. CMN (RAI)	32,883	32,883
THE MOSAIC COMPANY CMN (MOS)	32,498	32,498
VERIZON COMMUNICATIONS INC. CMN (VZ)	50,764	50,764
WELLS FARGO & CO (NEW) CMN (WFC)	83,602	83,602
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	84,863	84,863
ABERDEEN ASSET MANAGEMENT PLC ADR CMN (ABDNY)	7,745	7,745
ALLIANZ SE ADR CMN (AZSEY)	29,112	29,112
AMADEUS IT HLDG S A ADR CMN (AMADY)	14,116	14,116
AMCOR LTD ADR (NEW) ADR CMN (AMCRY)	24,898	24,898
AVAGO TECHNOLOGIES LTD CMN (AVGO)	0	0
BAIDU, INC. SPONSORED ADR CMN (BIDU)	10,687	10,687
BRAMBLES LIMITED UNSPONSORED ADR CMN (BMBLY)	10,470	10,470
BRF SA SPONSORED ADR CMN (BRFS)	0	0
BRITISH AMERICAN TOBACCO PLC SPONS ADR (BTI)	19,605	19,605
BROADCOM LIMITED CMN (AVGO)	26,869	26,869
BUNZL PLC SPONSORED ADR CMN (BZLFY)	9,724	9,724
CANADIAN NATIONAL RAILWAY CO. CMN (CNI)	13,480	13,480
CARLSBERG AS SPONSORED ADR CMN (CABGY)	20,111	20,111
CENOVUS ENERGY INC. CMN (CVE)	11,786	11,786
CGI GROUP INC CMN CLASS A (GIB)	28,242	28,242
CIELO S A SPONSORED ADR CMN (CIOXY)	9,580	9,580
CK HUTCHISON HLDGS LTD ADR CMN (CKHUY)	29,737	29,737

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA-COLA AMATIL LIMITED SPONSORED ADR CMN (CCLAY)	5,452	5,452
COMPAGNIE FINANCIERE RICHEMONT UNSPONSORED ADR CMN (CFRUY)	16,380	16,380
COMPASS GROUP PLC SPONSORED ADR CMN (CMPGY)	16,989	16,989
CSL LIMITED SPONSORED ADR CMN (CSLLY)	7,089	7,089
DENSO CORP ADR ADR CMN (DNZOY)	0	0
DEUTSCHE BOERSE AG UNPOSNORED ADR CMN (DBOEY)	0	0
DEUTSCHE POST AG SPONSORED ADR CMN (DPSGY)	13,837	13,837
ERICSSON AMERICAN ADR CMN CLASS B (ERIC)	6,145	6,145
FANUC CORP UNSPONSORED ADR CMN (FANUY)	8,834	8,834
FOMENTO ECONOMICO MEXICANO SAB DE C.V. NEW SPONS (FMX)	19,205	19,205
GETINGE AB UNSPONSORED ADR CMN (GNGBY)	13,123	13,123
GREAT WALL MTR CO LTD ADR CMN (GWLLY)	0	0
GRUPO TELEVISA, S.A. GDS REP 5 CPO'S REP 1 L SHARE, 1 A (TV)	11,991	11,991
INDUSTRIAL & COMMERCIAL BANK O ADR CMN (IDCBY)	0	0
INFORMA PLC SPONSORED ADR CMN (IFJPY)	8,503	8,503
JAPAN TOBACCO INC. ADR CMN (JAPAY)	24,636	24,636
JULIUS BAER GROUP LTD. ADR CMN (JBAXY)	18,763	18,763
KAO CORP SPONSORED ADR CMN (KCRPY)	7,554	7,554
KASIKORNBANK PUB CO LTD ADR CMN (KPCPY)	16,476	16,476
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	10,501	10,501
KOMATSU LTD ADR (NEW) SPONSORED GDS CMN (KMTUY)	12,235	12,235
LLOYDS BANKING GROUP PLC SPONSORED ADR CMN (LYG)	10,140	10,140
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	9,178	9,178
NOVO-NORDISK A/S ADR ADR CMN (NVO)	5,558	5,558
PERNOD RICARD UNSPONSORRED ADR CMN (PDRDY)	5,364	5,364
PRADA S P A ADR CMN (PRDSY)	5,814	5,814
PROSIEBENSAT.1 MEDIA AG UNSPONSORED ADR CMN (PBSFY)	26,008	26,008
PT BANK MANDIRI (PERSERO) ADR CMN (PPERY)	13,910	13,910
PUBLICIS GROUPE S.A. SPONSORED ADR CMN (PUBGY)	30,836	30,836
REED ELSEVIER GROUP PLC SPONSORED ADR CMN (RUK)	32,975	32,975

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ROCHE HOLDING AG ADR B SHS(NOM CHF 100) VAL 224.184 (RHHBY)	26,576	26,576
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (RDSB)	14,087	14,087
SAND VIK (ADR) ADR CMN (SDVKY)	6,389	6,389
SAP SE (SPON ADR) (SAP)	30,856	30,856
SCHNEIDER ELECTRIC SE UNSPONSORED ADR SCHNEIDER (SBGSY)	17,042	17,042
SKY PLC SPONSORED ADR CMN (SKYAY)	34,287	34,287
SMITH & NEPHEW PLC ADR CMN (SNN)	14,709	14,709
SUNCOR ENERGY INC. CMN (SU)	21,216	21,216
SWATCH GROUP SA (THE) ADR CMN (SWGAY)	0	0
SYNGENTA AG SPONSORED ADR CMN (SYT)	2,767	2,767
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS(TSM)	27,456	27,456
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	25,665	25,665
TOYOTA MOTOR CORPORATION SPON ADR (TM)	8,556	8,556
UBS GROUP AG CMN (UBS)	18,444	18,444
UNILEVER N.V. NY SHS (NEW) ADR CMN (UN)	13,673	13,673
UNITED OVERSEAS BK LTD SPONSORED ADR CMN (UOVEY)	9,037	9,037
WH GROUP LTD ADR CMN (WGHPY)	27,172	27,172
WOLTERS KLUWER NV SPONSORED ADR CMN (WTKWY)	11,000	11,000
WPP PLC ADR CMN (WPPGY)	25,452	25,452
YAHOO JAPAN CORPORATION UNSPONSORED ADR CMN (YAHOY)	17,130	17,130
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	37,023	37,023
ABB LTD SPONSORED ADR CMN (ABB)	39,064	39,064
ALLIANZ SE ADR CMN (AZSEY)	22,555	22,555
BANCO SANTANDER, S.A. SPON ADR (SAN)	17,379	17,379
BG GROUP PLC SPON ADR ADR CMN (BRGY)	0	0
BP P.L.C. SPONSORED ADR CMN (BP)	38,726	38,726
CANON INC ADR SPONSORED ADR CMN (CAJ)	23,694	23,694
CHINA MOBILE LIMITED SPONSORED ADR CMN (CHL)	22,073	22,073
DAIMLER AG SPONSORED ADR CMN (DDAIY)	21,184	21,184
DEUTSCHE TELEKOM AG SPONSORED ADR CMN (DTEGY)	25,911	25,911

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENEL SOCIETA PER AZIONI ADR CMN (ENLAY)	18,149	18,149
ENI S.P.A SPON ADR SPONSORED ADR CMN (E)	34,594	34,594
GLAXOSMITHKLINE PLC SPONSORED ADR CMN (GSK)	36,239	36,239
HONDA MTR LTD (AMER SHS) ADR CMN (HMC)	35,787	35,787
IBERDROLA, SOCIEDAD ANONIMA SPONSORED ADR CMN (IBDRY)	40,267	40,267
KAO CORP SPONSORED ADR CMN (KCRPY)	12,019	12,019
KINGFISHER PLC SPONSORED ADR CMN (KGFHY)	10,916	10,916
KONINKLIJKE AHOLD N.V. SPONSORED ADR CMN (AHONY)	36,444	36,444
LLOYDS BANKING GROUP PLC SPONSORED ADR CMN (LYG)	40,657	40,657
NATIONAL GRID PLC SPONSORED ADR CMN (NGG)	26,550	26,550
NESTLE SA SPONSORED ADR (REP 1/20 CHF 10 REGD SHS) (NSRGY)	28,822	28,822
NOVARTIS AG-ADR SPONSORED ADR CMN (NVS)	28,917	28,917
NTT DOCOMO, INC. SPONSORED ADR CMN (DCM)	14,924	14,924
QBE INSURANCE GROUP LIMITED SPONSORED ADR CMN (QBIEY)	18,526	18,526
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES A (RDSA)	653	653
ROYAL DUTCH SHELL PLC SPONSORED ADR CMN SERIES B (RDSB)	37,912	37,912
RWE AG AKTIENGESELLSCHAFT SPON ADR (RWEYOY)	15,926	15,926
SANOFI SPONSORED ADR CMN (SNY)	39,833	39,833
SAP SE (SPON ADR) (SAP)	39,931	39,931
SEVEN & I HOLDINGS CO., LTD. UNSPONSORED ADR CMN (SVNDY)	0	0
SINGAPORE TELECOMMUNICATNS LTD SPONSORED ADR CMN (SGAPY)	20,728	20,728
SYNGENTA AG SPONSORED ADR CMN (SYT)	26,640	26,640
TAIWAN SEMICONDUCTOR MFG ADS LTD ADS 1ADS EQUALS 5ORDS(TSM)	32,660	32,660
TAKEDA PHARMACEUTICAL COMPANY SPONSORED ADR CMN (TKPYY)	37,806	37,806
TELEFONICA S.A. ADR SPONSORED ADR CMN (TEF)	27,011	27,011
TELIASONERA AKTIEBOLAG UNSPONSORED ADR CMN (TLSNY)	23,430	23,430
TESCO PLC (SPONSORED) ADR SPONSORED ADR CMN (TSCDY)	34,652	34,652
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	0	0
TOKIO MARINE HOLDINGS, INC. ADR CMN (TKOMY)	36,720	36,720
TOKYO ELECTRON LIMITED UNSPONSORED ADR CMN (TOELY)	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TOTAL SA SPONSORED ADR CMN (TOT)	8,434	8,434
UNILEVER PLC (NEW) SPONSORED ADR CMN (UL)	37,403	37,403
UNITED OVERSEAS BK LTD SPONSORED ADR CMN (UOVEY)	35,781	35,781
VODAFONE GROUP PLC ADR CMN (VOD)	7,256	7,256
ZURICH INS GROUP LTD SPONSORED ADR CMN (ZURVY)	27,506	27,506
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	68,580	68,580
ABBOTT LABORATORIES CMN (ABT)	0	0
ABBVIE INC. CMN (ABBV)	36,194	36,194
ADVANCE AUTO PARTS, INC. CMN (AAP)	30,960	30,960
AIR METHODS CORP NEW CMN (AIRM)	13,600	13,600
ALLERGAN INC CMN (AGN)	36,752	36,752
ALPHABET INC. CMN CLASS C (GOOG)	49,396	49,396
AMERICAN INTL GROUP, INC. CMN (AIG)	47,611	47,611
AMERIPRISE FINANCIAL, INC. CMN (AMP)	30,841	30,841
AMETEK INC (NEW) CMN (AME)	26,633	26,633
ANADARKO PETROLEUM CORP CMN (APC)	28,450	28,450
APPLE, INC. CMN (AAPL)	88,834	88,834
APPLIED MATERIALS INC CMN (AMAT)	32,980	32,980
BB&T CORPORATION CMN (BBT)	21,018	21,018
BLACKROCK, INC. CMN (BLK)	30,824	30,824
BOEING COMPANY CMN (BA)	52,620	52,620
CENTURYLINK INC CMN (CTL)	0	0
CHUBB LTD CMN (CB)	26,960	26,960
CIT GROUP INC. CMN CLASS (CIT)	0	0
CITIGROUP INC. CMN (C)	0	0
CITIZENS FINANCIAL GROUP INC CMN (CFG)	30,179	30,179
CME GROUP INC. CMN CLASS A (CME)	42,103	42,103
COMCAST CORPORATION CMN CLASS A VOTING (CMCSA)	40,763	40,763
CVS HEALTH CORP CMN (CVS)	0	0
CYPRESS SEMICONDUCTOR CORPORAT CMN (CY)	8,732	8,732

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DANAHER CORPORATION CMN (DHR)	26,040	26,040
DENTSPLY SIRONA INC CMN (XRAY)	25,435	25,435
DEVON ENERGY CORPORATION (NEW) CMN (DVN)	0	0
DICKS SPORTING GOODS INC CMN (DKS)	0	0
DISCOVER FINANCIAL SERVICES CMN (DFS)	27,755	27,755
E.I. DU PONT DE NEMOURS AND CO CMN (DD)	29,654	29,654
ECOLAB INC CMN (ECL)	22,695	22,695
F5 NETWORKS INC CMN (FFIV)	35,167	35,167
FIDELITY NATIONAL FINANCIAL, I CMN (FNF)	0	0
FIDELITY NATL INFO SVCS INC CMN (FIS)	36,307	36,307
FIRST DATA CORPORATION CMN CLASS A (FDC)	21,413	21,413
GENERAL ELECTRIC CO CMN (GE)	45,531	45,531
GENUINE PARTS CO. CMN (GPC)	21,260	21,260
GILEAD SCIENCES CMN (GILD)	0	0
HEXCEL CORPORATION (NEW) CMN (HXL)	28,961	28,961
INGERSOLL-RAND PLC CMN (IR)	37,670	37,670
INVESTORS BANCORP, INC. CMN (ISBC)	0	0
J.M. SMUCKER CO. CMN (SJM)	21,642	21,642
JACOBS ENGINEERING GRP CMN (JEC)	17,271	17,271
KOHL'S CORP (WISCONSIN) CMN (KSS)	0	0
MARSH & MCLENNAN CO INC CMN (MMC)	25,684	25,684
MARTIN MARIETTA MATERIALS,INC CMN (MLM)	27,470	27,470
MCKESSON CORPORATION CMN (MCK)	35,183	35,183
MICROSOFT CORPORATION CMN (MSFT)	72,331	72,331
MORGAN STANLEY CMN (MS)	0	0
NORTHERN TRUST CORP CMN (NTRS)	0	0
OCCIDENTAL PETROLEUM CORP CMN (OXY)	31,892	31,892
ORACLE CORPORATION CMN (ORCL)	38,142	38,142
PEPSICO INC CMN (PEP)	40,888	40,888
PPL CORPORATION CMN (PPL)	17,353	17,353

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	38,088	38,088
ROCKWELL COLLINS, INC. CMN (COL)	17,439	17,439
SABRE CORPORATION CMN (SABR)	8,683	8,683
SEAGATE TECHNOLOGY PLC CMN (STX)	45,558	45,558
SYNCHRONY FINANCIAL CMN (SYF)	0	0
TEXAS INSTRUMENTS INC. CMN (TXN)	0	0
THE HOME DEPOT, INC. CMN (HD)	29,095	29,095
TIME WARNER INC. CMN (TWX)	32,531	32,531
TJX COMPANIES INC (NEW) CMN (TJX)	27,197	27,197
U.S. BANCORP CMN (USB)	30,732	30,732
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	60,495	60,495
UNIVERSAL DISPLAY CORPORATION CMN (OLED)	19,311	19,311
VECTREN CORP CMN (VVC)	24,302	24,302
VISA INC. CMN CLASS A (V)	45,252	45,252
VISTEON CORPORATION CMN (VC)	24,102	24,102
VOYA FINANCIAL INC CMN (VOYA)	0	0
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	22,885	22,885
ABERDEEN ASSET MANAGEMENT PLC ADR CMN (ABDNY)	0	0
AETNA INC CMN (AET)	42,287	42,287
AMERISOURCEBERGEN CORPORATION CMN (ABC)	84,054	84,054
ANTHEM, INC. CMN (ANTM)	86,118	86,118
APPLE, INC. CMN (AAPL)	0	0
AXIS CAPITAL HOLDINGS, LTD. CMN (AXS)	94,011	94,011
BOEING COMPANY CMN (BA)	57,290	57,290
CARDINAL HEALTH INC CMN (CAH)	65,467	65,467
CARLISLE COS INC CMN (CSL)	0	0
CBRE GROUP INC CMN (CBG)	65,310	65,310
CHECK POINT SOFTWARE TECH. LTD ORDINARY SHARES (CHKP)	0	0
CISCO SYSTEMS, INC. CMN (CSCO)	41,311	41,311
CVS HEALTH CORP CMN (CVS)	87,196	87,196

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DISCOVERY COMMUNICATIONS, INC. CMN (DISCK)	77,394	77,394
DOVER CORPORATION CMN (DOV)	0	0
EVEREST RE GROUP LTD CMN (RE)	75,956	75,956
FOSSIL GROUP INC. CMN (FOSL)	52,754	52,754
FRANKLIN RESOURCES INC CMN (BEN)	46,861	46,861
GKN PLC SPONSORED ADR CMN (GKNLY)	91,055	91,055
HILTON WORLDWIDE HOLDINGS INC. CMN (HLT_170104)	70,938	70,938
HONEYWELL INTL INC CMN (HON)	0	0
INTERCONTINENTAL HOTELS GROUP SPONSORED ADR CMN (IHG)	40,828	40,828
MASTERCARD INCORPORATED CMN CLASS A (MA)	77,954	77,954
MCKESSON CORPORATION CMN (MCK)	100,903	100,903
MICROSOFT CORPORATION CMN (MSFT)	0	0
MSC INDUSTRIAL DIRECT CO INC CL-A CLASS A (MSM)	0	0
NATIONAL OILWELL VARCO, INC. COMMON STOCK CMN (NOV)	124,900	124,900
ORACLE CORPORATION CMN (ORCL)	167,373	167,373
PARKER-HANNIFIN CORP. CMN (PH)	38,220	38,220
PRICE T ROWE GROUP INC CMN (TROW)	0	0
QUALCOMM INC CMN (QCOM)	0	0
QORVO INC CMN (QRVO)	61,061	61,061
SABRE CORPORATION CMN (SABR)	39,122	39,122
SKYWORKS SOLUTIONS INC CMN (SWKS)	59,803	59,803
STATE STREET CORPORATION (NEW) CMN (STT)	75,601	75,601
SWISS RE LTD SPONSORED ADR CMN (SSREY)	101,713	101,713
THE BANK OF NY MELLON CORP CMN (BK)	59,936	59,936
TIME WARNER INC. CMN (TWX)	33,399	33,399
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	23,846	23,846
UNITED TECHNOLOGIES CORP CMN (UTX)	0	0
VERIZON COMMUNICATIONS INC. CMN (VZ)	0	0
VISA INC. CMN CLASS A (V)	74,509	74,509
WALT DISNEY COMPANY (THE) CMN (DIS)	43,680	43,680

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS BANK DEPOSIT (BDA) (*BDANOW)	20,065	20,065
ABERCROMBIE & FITCH CO. CLASS A COMMON STOCK (ANF)	0	0
ABM INDUSTRIES INC CMN (ABM)	6,698	6,698
ACTUANT CORP CMN CLASS A (ATU)	0	0
AEGION CORPORATION CMN (AEGN)	5,309	5,309
AIR LEASE CORPORATION CMN (AL)	15,895	15,895
AMERICAN EAGLE OUTFITTERS INC (NEW) (AEO)	6,675	6,675
AMERICAN RESIDENTIAL PROPERTIE CMN (ARPI)	0	0
AMSURG CORP. CMN (AMSG)	0	0
ANIXTER INTERNATIONAL INC CMN (AXE)	3,971	3,971
APOLLO INVESTMENT CORPORATION MUTUAL FUND (AINV)	0	0
ASCENA RETAIL GROUP INC CMN (ASNA)	0	0
ASSURED GUARANTY LTD. CMN (AGO)	10,576	10,576
BELDEN INC CMN (BDC)	9,801	9,801
BMC STOCK HOLDINGS INC CMN (STCK)	5,421	5,421
BOOZ ALLEN HAMILTON HOLDING CORPORATION CMN (BAH)	5,519	5,519
BRINK'S COMPANY (THE) CMN (BCO)	0	0
BRISTOW GROUP INC. CMN (BRS)	4,465	4,465
BROOKS AUTOMATION INC CMN (BRKS)	6,060	6,060
CABOT CORP. CMN (CBT)	1,819	1,819
CHEMED CORP CMN (CHE)	9,464	9,464
CLOUD PEAK ENERGY INC CMN (CLD)	0	0
CLUBCORP HOLDINGS, INC. CMN (MYCC)	9,715	9,715
COHERENT INC. CMN (COHR)	7,007	7,007
COLUMBIA BKG SYS INC CMN (COLB)	6,076	6,076
CONVERGYS CORPORATION CMN (CVG)	1,923	1,923
CUBIC CORP (DELAWARE) CMN (CUB)	3,117	3,117
CURTISS-WRIGHT CORP CMN (CW)	3,541	3,541
DREW INDUSTRIES INC NEW CMN (DW)	13,253	13,253
DRIL-QUIP, INC. CMN (DRQ)	3,423	3,423

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ENERSYS CMN (ENS)	12,340	12,340
ESSENT GROUP LTD. CMN (ESNT)	11,427	11,427
FIFTH STREET FINANCE CORP MUTUAL FUND (FSC)	0	0
FINISH LINE INC CL-A CMN CLASS A (FINL)	6,377	6,377
FIRST AMERICAN FIN CORP CMN (FAF)	10,403	10,403
FIRST CASH FINANCIAL SERVICE INC (FCFS)	4,277	4,277
FIRST CITIZENS BANKSHARES CL A CMN CLASS A (FCNCA)	6,751	6,751
FORUM ENERGY TECHNOLOGIES INC CMN (FET)	0	0
FTD COMPANIES, INC. CMN (FTD)	3,099	3,099
FTI CONSULTING, INC. CMN (FCN)	5,455	5,455
G & K SERVICES INC (CL-A) CMN CLASS A (GK)	5,208	5,208
GRANITE CONSTRUCTION INC. CMN (GVA)	4,245	4,245
GRAPHIC PACKAGING HLDGCO CMN (GPK)	12,266	12,266
GROUP 1 AUTOMOTIVE, INC. CMN (GPI)	2,338	2,338
HANGER INC CMN (HGR)	0	0
HANOVER INSURANCE GROUP INC CMN (THG)	7,918	7,918
HEIDRICK & STRUGGLES INC. CMN (HSII)	2,946	2,946
HELIX ENERGY SOLUTNS GROUP INC CMN (HLX)	0	0
HIBBETT SPORTS INC CMN (HIBB)	0	0
HILLENBRAND, INC. CMN (HI)	3,720	3,720
HUNTINGTON INGALLS INDUSTRIES, INC. (HII)	0	0
INFINITY PPTY & CAS CORP CMN (IPCC)	3,252	3,252
INSIGHT ENTERPRISES INC CMN (NSIT)	6,592	6,592
INTEGRA LIFESCIENCES HOLDING CORPORATION (IART)	7,978	7,978
INTL SPEEDWAY CORP-CL A CMN CLASS A (ISCA)	0	0
KAR AUCTION SERVICES, INC. CMN (KAR)	6,097	6,097
KINDRED HEALTHCARE INC. CMN (KND)	0	0
KNOLL INC CMN (KNL)	0	0
KORN/FERRY INTERNATIONAL CMN (KFY)	2,983	2,983
LANDSTAR SYSTEM INC CMN (LSTR)	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LIFEPOINT HEALTH INC CMN (LPNT)	5,850	5,850
LIVE NATION ENTERTAINMENT INC CMN (LYV)	1,756	1,756
MAIDEN HOLDINGS, LTD. CMN (MHLD)	9,117	9,117
MAXIMUS INC CMN (MMS)	5,746	5,746
MENS WEARHOUSE INC (THE) CMN (MW)	0	0
MINERALS TECHNOLOGIES INC CMN (MTX)	6,103	6,103
MRC GLOBAL INC. CMN (MRC)	0	0
MUELLER INDUSTRIES INC CMN (MLI)	0	0
MULTI PACKAGING SOLUTIONS INTL LIMITED CMN (MPSX)	3,237	3,237
NATIONSTAR MTG HLDGS INC CMN (NSM)	4,352	4,352
NAVIGANT CONSULTING INC CMN (NCI)	6,650	6,650
NAVIGATORS GROUP INC CMN (NAVG)	3,297	3,297
NELNET, INC. CMN CLASS A (NNI)	13,398	13,398
NETGEAR, INC. CMN (NTGR)	5,218	5,218
NU SKIN ENTERPRISES INC CMN CLASS A (NUS)	4,491	4,491
OWENS & MINOR INC (NEW) CMN (OMI)	5,717	5,717
PAREXEL INTERNATIONAL CORP CMN (PRXL)	7,624	7,624
PARSLEY ENERGY, INC. CMN (PE)	0	0
PHH CORPORATION CMN (PHH)	0	0
PNM RESOURCES INC CMN (PNM)	2,024	2,024
RADIAN GROUP INC. CMN (RDN)	11,399	11,399
RENT-A-CENTER INC CMN (RCII)	0	0
RPX CORPORATION CMN (RPXC)	3,478	3,478
RSP PERMIAN INC CMN (RSPP)	10,129	10,129
SAFETY INSURANCE GROUP, INC. CMN (SAFT)	2,358	2,358
SCHWEITZER-MAUDUIT INTERNATION CMN (SWM)	5,008	5,008
SELECT MEDICAL HOLDINGS CORP CMN (SEM)	3,816	3,816
SENSIENT TECHNOLOGIES CORP CMN (SXT)	0	0
SLM CORPORATION CMN (SLM)	19,428	19,428
STANCORP FINANCIAL CORP, INC. CMN (SFG)	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STARZ CMN CLASS A (STRZA)	0	0
STEVEN MADDEN LTD CMN (SHOO)	6,685	6,685
SYKES ENTERPRISES INC CMN (SYKE)	7,937	7,937
SYMETRA FINANCIAL CORPORATION CMN (SYA)	0	0
SYNNEX CORPORATION CMN (SNX)	5,083	5,083
TELETECH HOLDINGS INC CMN (TTEC)	6,344	6,344
TERADYNE INC CMN (TER)	4,420	4,420
TEREX CORP (NEW) CMN (TEX)	0	0
TETRA TECH INC (NEW) CMN (TTEK)	7,551	7,551
THOR INDUSTRIES INC CMN (THO)	0	0
TUTOR PERINI CORPORATION CMN (TPC)	1,820	1,820
UNIVERSAL CORPORATION CMN (UVV)	5,483	5,483
WALKER & DUNLOP, INC. CMN (WD)	7,894	7,894
WASHINGTON FEDERAL INC CMN (WAFD)	8,519	8,519
WESCO INTERNATIONAL INC. CMN (WCC)	13,510	13,510
WESTERN REFINING, INC. CMN (WNR)	5,867	5,867
WORLD FUEL SERVICES CORP CMN (INT)	16,871	16,871
AMERICAN CAPITAL MORTGAGE INVESTMENT CORP CMN (MTGE)	1,465	1,465
ANWORTH MORTGAGE ASSET CORP CMN (ANH)	2,059	2,059
ARES COMMERCIAL REAL ESTATE CO CMN (ACRE)	4,561	4,561
CHATHAM LODGING TR CMN (CLDT)	3,843	3,843
COLONY CAPITAL INC. CMN CLASS A (CLNY)	3,469	3,469
CYS INVESTMENTS INC CMN (CYS)	8,565	8,565
HATTERAS FINANCIAL CORP. CMN (HTS)	0	0
MFA FINANCIAL INC CMN (MFA)	7,572	7,572
SILVER BAY REALTY TRUST CORP CMN (SBY)	0	0
TWO HARBORS INVESTMENT CORP. CMN (TWO)	7,535	7,535
FERROGLOBE PLC CMN (GSM)	6,206	6,206
GLOBAL INDEMNITY PLC CMN (GBLI)	0	0
ICON PUBLIC LIMITED COMPANY CMN (ICLR)	6,467	6,467

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FCB FINANCIAL HOLDINGS INC CMN (FCB)	5,342	5,342
AMERICAN HOMES 4 RENT LLC CMN (AMH)	2,958	2,958
BANC OF CALIFORNIA INC CMN (BANC)	4,702	4,702
ENVISION HEALTHCARE CORPORATIO CMN (EVHC)	5,190	5,190
FERRO CORPORATION CMN (FOE)	1,691	1,691
FIRST SOLAR, INC. CMN (FSLR)	1,669	1,669
GLOBAL INDEMNITY PUBLIC LIMITE CMN (GBLI)	4,050	4,050
GULFPORT ENERGY CORP (NEW) CMN (GPOR)	2,380	2,380
HANMI FINANCIAL CORPORATION CMN (HAFC)	4,188	4,188
JONES LANG LASALLE INC CMN (JLL)	3,435	3,435
LITHIA MOTORS INC CL-A CMN CLASS A (LAD)	6,391	6,391
NAVIENT CORPORATION CMN (NAVI)	6,358	6,358
OFFICE DEPOT INC CMN (ODP)	5,401	5,401
OLIN CORPORATION CMN (OLN)	3,970	3,970
ON-ASSIGNMENT INC CMN (ASGN)	2,296	2,296
PHARMERICA CORPORATION CMN (PMC)	5,860	5,860
PRA GROUP INC CMN (PRAA)	2,659	2,659
SCHOLASTIC CORPORATION CMN (SCHL)	4,939	4,939
SKECHERS USA INC CL-A CMN CLASS A (SKX)	6,342	6,342
STIFEL FINANCIAL CORP CMN (SF)	10,190	10,190
TAILORED BRANDS INC CMN (TLRD)	8,355	8,355
TEMPUR SEALY INTERNATIONAL INC CMN (TPX)	2,390	2,390
WILDHORSE RESOURCE DEVELOPMENT CORPORATION (WRD)	3,694	3,694
BLACKSTONE MORTGAGE TRUST INC CMN (BXMT)	4,481	4,481
LASALLE HOTEL PROPERTIES CMN (LHO)	3,649	3,649
STARWOOD PROPERTY TRUST INC. CMN (STWD)	4,329	4,329

TY 2016 Investments - Other Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
LIBERTY HARBOR CORPORATE CREDIT INVESTMENT FUND CLASS A CAP	FMV	526,398	526,398
SHENKMAN ENERGY OPPORTUNITY SELECT LLC CLASS A SERIES 1	FMV	470,425	470,425
HEDGE FUND OPPORTUNITIES LTD CLASS A SERIES 1	FMV	1,116,144	1,116,144
HEDGE FUND OPPORTUNITIES LTD CLASS A SERIES 118	FMV	255,953	255,953
HEDGE FUND OPPORTUNITIES LTD CLASS A SERIES 121	FMV	257,898	257,898

**TY 2016 Land, Etc.
Schedule****Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
LAND	14,586,850	0	14,586,850	14,586,850
FURNITURE & EQUIPMENT	9,044,972	6,398,861	2,646,111	2,646,111
LEASEHOLD IMPROVEMENT	149,458	149,458	0	
SOFTWARE	571,479	387,584	183,895	183,895
VEHICLES	52,065	42,076	9,989	9,989
BUILDING	103,538,994	33,378,890	70,160,104	70,160,104
LAND IMPROVEMENTS	31,276	4,094	27,182	27,182
CONSTRUCTION IN PROGRESS	143,995	0	143,995	143,995
ASSETS NOT YET IN SERVICE	1,858,466	0	1,858,466	1,858,466

TY 2016 Legal Fees Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,735	0	0	6,735

TY 2016 Other Assets Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EXCISE TAX ASSET	15,200	23,480	23,480
SECURITY DEPOSIT RECEIVABLE	10,091	4,400	4,400
OTHER ASSETS	420,353	438,328	438,328
CHARITABLE REMAINDER TRUST	280,725	294,582	294,582
LAND HELD FOR SALE	0	1,989,500	1,989,500

TY 2016 Other Expenses Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CATERING EXPENSE	50,662	0	50,662	0
TELEPHONE	58,274	0	0	58,274
POSTAGE & SHIPPING	136,681	0	0	136,681
ADVERTISING & MARKETING	522,900	0	0	522,900
SUPPLIES	104,842	0	25	104,817
EQUIPMENT RENTAL	204,902	0	0	204,902
REPAIRS & MAINTENANCE	317,557	0	0	317,557
INSURANCE	146,481	0	0	140,451
MISCELLANEOUS	488,645	0	7,003	642,780
MUSICAL INSTRUMENT PURCHASES	332,845	0	0	332,845

Other Expenses Schedule				
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EVENTS	242,383	0	0	242,383
SOFTWARE	183,496	0	0	183,496

TY 2016 Other Income Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MUSEUM ADMISSION	3,183,390		3,183,390
MUSIC THEATER	2,327,530		2,327,530
OTHER PROGRAM REVENUE	82,213		82,213
CATERING	50,662		50,662
MEMBERSHIPS	505,271		505,271

TY 2016 Other Increases Schedule

Name: MUSICAL INSTRUMENT MUSEUM

EIN: 16-1743588

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	875,584

TY 2016 Other Liabilities Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Description	Beginning of Year - Book Value	End of Year - Book Value
CUSTOMER & EVENT DEPOSITS	73,203	32,067
OTHER LIABILITIES	133,171	155,259

TY 2016 Other Professional Fees Schedule**Name:** MUSICAL INSTRUMENT MUSEUM**EIN:** 16-1743588

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER PROFESSIONAL SERVICE	1,347,507	0	0	1,315,482
INVESTMENT FEES	132,828	132,828	132,828	0

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>	OMB No 1545-0047 2016
	Name of the organization MUSICAL INSTRUMENT MUSEUM	Employer identification number 16-1743588

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization MUSICAL INSTRUMENT MUSEUM	Employer identification number 16-1743588
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
—	See Additional Data Table _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
—	_____ _____ _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Employer identification number

16-1743588

Part II	Noncash Property
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Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization MUSICAL INSTRUMENT MUSEUM	Employer identification number 16-1743588
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	

Additional Data

Software ID:
Software Version:
EIN: 16-1743588
Name: MUSICAL INSTRUMENT MUSEUM

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	APS	\$ 25,000	Person <input checked="" type="checkbox"/>
	400 NORTH 5TH STREET		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85004		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>2</u>	ARIZONA COMMUNITY FOUNDATION	\$ 7,000	Person <input checked="" type="checkbox"/>
	2201 EAST CAMELBACK ROAD SUITE 405B		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85016		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>3</u>	ALEXANDRA O BJORKLUND	\$ 5,005	Person <input checked="" type="checkbox"/>
	94 DELLWOOD AVENUE		Payroll <input type="checkbox"/>
	WHITE BEAR LAKE, MN 55110		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>4</u>	LORRAINE L CALBOW	\$ 10,000	Person <input checked="" type="checkbox"/>
	2051 EAST OXFORD DRIVE		Payroll <input type="checkbox"/>
	TEMPE, AZ 85283		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>5</u>	ELAINE F STEPANEK FOUNDATION	\$ 61,250	Person <input checked="" type="checkbox"/>
	US BANK NA		Payroll <input type="checkbox"/>
	ST PAUL, MN 55101		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>6</u>	FIDELITY CHARITABLE GIFT FUND	\$ 20,025	Person <input checked="" type="checkbox"/>
	PO BOX 770001		Payroll <input type="checkbox"/>
	CINCINNATI, OH 452770053		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	GOLDMAN SACHS PHILANTHROPY FUND	\$ 5,205,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	PO BOX 15203		
	ALBANY, NY 122125203		
<u>8</u>	HICKEY FAMILY FOUNDATION	\$ 40,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	530 EAST HUBER STREET		
	MESA, AZ 85203		
<u>9</u>	JOHN AND JOAN D'ADDARIO FOUNDATION INC	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	PO BOX 882		
	LOCUST VALLEY, NY 11560		
<u>10</u>	LORENZEN FOUNDATION	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3333 EAST CAMINO SIN NOMBRE		
	PARADISE VALLEY, AZ 85253		
<u>11</u>	MARTIN GUITAR CHARITABLE FOUNDATION	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	510 SYCAMORE STREET		
	NAZARETH, PA 180641000		
<u>12</u>	TERESA AND ROBERT MCMAHON	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	84 SOUTH TENTH STREET SUITE 45		
	MINNEAPOLIS, MN 55403		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	NATIONAL FINANCIAL SERVICES LLC	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	499 WASHINGTON BOULEVARD		
	JERSEY CITY, NJ07310		
14	LOIS AND MOE NOZARI	\$ 6,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	1 OVERHILL DRIVE		
	SAINT PAUL, MN55127		
15	CITY OF PHOENIX OFFICE OF ARTS AND CULTURE	\$ 31,771	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	200 WEST WASHINGTON STREET		
	PHOENIX, AZ85003		
16	RUSTY & MARY JANE POEPL FOUNDATION	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	1320 RIVERSIDE LANE 206		
	SAINT PAUL, MN55118		
17	SAGEWOOD	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	4555 EAST MAYO BOULEVARD		
	PHOENIX, AZ85050		
18	SANDERSON LINCOLN	\$ 46,634	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	2121 WEST BELL ROAD		
	PHOENIX, AZ85023		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	SCOTTSDALE LEAGUE FOR THE ARTS	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	7309 EAST EVANS ROAD		
	SCOTTSDALE, AZ85260		
20	TARGET	\$ 85,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	50 SOUTH 10TH STREET TP3-750		
	MINNEAPOLIS, MN55403		
21	TWIFORD FOUNDATION	\$ 7,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3219 EAST CAMELBACK ROAD 575		
	PHOENIX, AZ85018		
22	KAREN AND CURTIS ULRICH	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	84 SOUTH TENTH STREET SUITE 45		
	MINNEAPOLIS, MN55403		
23	ROBERT J ULRICH	\$ 2,089,500	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	84 SOUTH TENTH STREET SUITE 45		
	MINNEAPOLIS, MN55403		
24	US BANK	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	101 NORTH 1ST AVENUE SUITE 1600		
	PHOENIX, AZ85003		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>25</u>	VANGUARD CHARITABLE ENDOWMENT PROGRAM	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	PO BOX 55766		
	BOSTON, MA 022055766		
<u>26</u>	IRENE H VASQUEZ	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	2810 EAST MISSION LANE		
	PHOENIX, AZ 85028		
<u>27</u>	NANCY ROCKHILL WALTERS	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	5729 EAST HERMOSA VISTA DRIVE		
	MESA, AZ 85215		
<u>28</u>	WELLS FARGO ADVISORS LLC	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	ONE NORTH JEFFERSON		
	ST LOUIS, MO 63103		
<u>29</u>	WESTERN REFINING	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	1250 WEST WASHINGTON STREET SUITE 1		
	TEMPE, AZ 85281		
<u>30</u>	BNG MANAGEMENT	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	4543 IDS CENTER		
	MINNEAPOLIS, MN 55402		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>31</u>	CKKO FOUNDATION	\$ 5,000	Person <input checked="" type="checkbox"/>
	10107 EAST CINDER CONE TRAIL		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ85262		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>32</u>	GAIL DORN	\$ 5,000	Person <input checked="" type="checkbox"/>
	84 SOUTH 10TH STREET		Payroll <input type="checkbox"/>
	MINNEAPOLIS, MN55403		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>33</u>	JW KIECKHEFER FOUNDATION	\$ 15,000	Person <input checked="" type="checkbox"/>
	PO BOX 1151		Payroll <input type="checkbox"/>
	PRESCOTT, AZ86302		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>34</u>	JUDITH R BAARDA	\$ 5,000	Person <input checked="" type="checkbox"/>
	13624 NORTH BONITA DRIVE		Payroll <input type="checkbox"/>
	FOUNTAIN HILLS, AZ85268		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>35</u>	MARGARET T MORRIS FOUNDATION	\$ 7,500	Person <input checked="" type="checkbox"/>
	PO BOX 592		Payroll <input type="checkbox"/>
	PRESCOTT, AZ86302		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>36</u>	MARY AND DOUGLAS SCOVANNER	\$ 5,000	Person <input checked="" type="checkbox"/>
	809 LONGBOAT CLUB ROAD		Payroll <input type="checkbox"/>
	LONGBOAT KEY, FL34228		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>37</u>	SALLY AND DAVID FALCK	\$ 5,200	Person <input checked="" type="checkbox"/>
	3030 EAST MARLETTE AVENUE		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85016		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>38</u>	SCHWAB CHARITABLE FUND	\$ 11,000	Person <input checked="" type="checkbox"/>
	211 MAIN STREET		Payroll <input type="checkbox"/>
	SAN FRANCISCO, CA 94105		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>39</u>	SNELL & WILMER LLP	\$ 26,200	Person <input checked="" type="checkbox"/>
	ONE ARIZONA CENTER		Payroll <input type="checkbox"/>
	PHOENIX, AZ 850042509		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>40</u>	STEVEN AND KATHLEEN ASHBY	\$ 6,000	Person <input checked="" type="checkbox"/>
	7500 E MCCORMICK PARKWAY 45		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ 85258		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>41</u>	ABBOT DOWNING	\$ 10,000	Person <input checked="" type="checkbox"/>
	1 W 4TH ST 2ND FLOOR		Payroll <input type="checkbox"/>
	WINSTON SALEM, NC 27101		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>42</u>	APRIL SALOMON AND KARA MCVEY	\$ 25,000	Person <input checked="" type="checkbox"/>
	4725 EAST MAYO BOULEVARD		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85050		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
43	ARTHUR M BLANK FAMILY FOUNDATION	\$ 75,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	3223 HOWELL MILL ROAD NW		
	ATLANTA, GA 30327		
44	BOB JANECEK AND BRENDA BAAR	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	1665 LEXINGTON AVE S		
	MENDOTA HEIGHTS, MN 55118		
45	BURKE FAMILY FOUNDATION	\$ 250,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	7114 E STETSON DR SUITE 400		
	SCOTTSDALE, AZ 85251		
46	BUUCK FAMILY FOUNDATION	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	8660 N 64TH PL		
	PARADISE VALLEY, AZ 85253		
47	CHARLES CASE	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	34522 N SCOTTSDALE RD SUITE 120		
	SCOTTSDALE, AZ 85266		
48	CHARLES SCHWAB & CO INC	\$ 6,055	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
	9601 EAST PANORAMA CIRCLE		
	ENGLEWOOD, CO 80112		

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
49	CHARMAINE AND GREGORY DUPPLER	\$ 5,000	Person <input checked="" type="checkbox"/>
	12515 48TH AVE N		Payroll <input type="checkbox"/>
	PLYMOUTH, MN55442		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
50	ESTHER VILLALOBOS AND MANUEL JORDAN	\$ 10,000	Person <input checked="" type="checkbox"/>
	11404 E WHITETHORN DR		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ85262		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
51	JACQUELINE AND TIMOTHY BYERS	\$ 10,000	Person <input checked="" type="checkbox"/>
	815 E ROSE LN 112		Payroll <input type="checkbox"/>
	PHOENIX, AZ85014		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
52	JENNIFER ASHLEY	\$ 10,000	Person <input checked="" type="checkbox"/>
	14425 N INTERLACKEN DR		Payroll <input type="checkbox"/>
	PHOENIX, AZ85022		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
53	JON R AND BEVERLY S HOLT	\$ 5,000	Person <input checked="" type="checkbox"/>
	9928 E PALO BREA DR		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ85266		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
54	KENNETH KASSES	\$ 5,000	Person <input checked="" type="checkbox"/>
	2555 E CAMELBACK RD SUITE 900		Payroll <input type="checkbox"/>
	PHOENIX, AZ85016		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>55</u>	MATTHEW FEENEY	\$ 25,400	Person <input checked="" type="checkbox"/>
	4725 EAST MAYO BOULEVARD		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85050		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>56</u>	MERRILL LYNCH PIERCE FENNER & SMITH INC	\$ 5,000	Person <input checked="" type="checkbox"/>
	2555 E CAMELBACK RD SUITE 900		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85016		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>57</u>	ON SEMICONDUCTOR	\$ 10,000	Person <input checked="" type="checkbox"/>
	5005 E MCDOWELL RD		Payroll <input type="checkbox"/>
	PHOENIX, AZ 85008		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>58</u>	PAUL MARCUS	\$ 5,000	Person <input checked="" type="checkbox"/>
	23005 N 74TH ST 3036		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ 85255		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>59</u>	PEGGY BREHM	\$ 5,000	Person <input checked="" type="checkbox"/>
	2129 S EL MARINO		Payroll <input type="checkbox"/>
	MESA, AZ 852026469		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>60</u>	STAN MARKS	\$ 11,400	Person <input checked="" type="checkbox"/>
	33118 N 74TH PL		Payroll <input type="checkbox"/>
	SCOTTSDALE, AZ 85266		Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>61</u>	THOMAS AND SHIRLEY BEKEY 9041 N 28TH ST PHOENIX, AZ 85028	\$ 13,856	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>62</u>	THOMAS HOULIHAN 5612 E CALLE CAMELIA PHOENIX, AZ 85018	\$ 5,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>63</u>	US BANK FOUNDATION 900 NICOLLET MALL BC-MN-H5GF MINNEAPOLIS, MN 55402	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)
<u>64</u>	VIRGINIA G PIPER CHARITABLE TRUST 1202 E MISSOURI AVE PHOENIX, AZ 85014	\$ 150,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contribution)