



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



Form **990-PF**

Return of Private Foundation

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

2016

Department of the Treasury
Internal Revenue Service

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

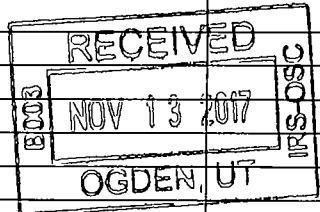
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation RSD CHARITABLE AND EDUCATIONAL FOUNDATION		A Employer identification number 20-0486096
Number and street (or P O box number if mail is not delivered to street address) C/O 3304 PICO BLVD	Room/suite H	B Telephone number (213) 973-2773
City or town, state or province, country, and ZIP or foreign postal code SANTA MONICA, CA 90405		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,754,693.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		180,312.	180,312.		SEE STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		26,315.			
b Gross sales price for all assets on line 6a		2,396,134.			
7 Capital gain net income (from Part IV, line 2)			26,315.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		206,627.	206,627.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		15,895.	0.		7,948.
15 Pension plans, employee benefits					
16a Legal fees STMT 2		1,045.	0.		0.
b Accounting fees STMT 3		12,500.	3,125.		3,125.
c Other professional fees STMT 4		24,917.	22,899.		565.
17 Interest					
18 Taxes STMT 5		82,983.	1,158.		833.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		568.	142.		142.
22 Printing and publications					
23 Other expenses STMT 6		5,382.	889.		2,213.
24 Total operating and administrative expenses. Add lines 13 through 23		143,290.	28,213.		14,826.
25 Contributions, gifts, grants paid		192,000.			192,000.
26 Total expenses and disbursements Add lines 24 and 25		335,290.	28,213.		206,826.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-128,663.			
b Net investment income (if negative, enter -0-)			178,414.		
c Adjusted net income (if negative, enter -0-)				N/A	



SCANNED NOV 13 2017

931

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	5,517,293.	1,194,983.	1,194,983.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	2,810,644.	6,949,768.	6,949,768.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other STMT 9	1,080,000.	1,596,747.	1,596,747.	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe SEE STATEMENT 10)	0.	13,195.	13,195.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,407,937.	9,754,693.	9,754,693.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe OTHER LIABILITIES)	6,621.	0.	
	23 Total liabilities (add lines 17 through 22)	6,621.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	9,401,316.	9,754,693.		
30 Total net assets or fund balances	9,401,316.	9,754,693.		
31 Total liabilities and net assets/fund balances	9,407,937.	9,754,693.		

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	9,401,316.
2 Enter amount from Part I, line 27a	2	-128,663.
3 Other increases not included in line 2 (itemize) CHANGE IN VALUATION - WEI-CHUAN	3	516,747.
4 Add lines 1, 2, and 3	4	9,789,400.
5 Decreases not included in line 2 (itemize) UNREALIZED LOSSES	5	34,707.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,754,693.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		P		
b CAPITAL GAINS DIVIDENDS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 2,377,828.		2,369,819.	8,009.	
b 18,306.			18,306.	
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			8,009.	
b			18,306.	
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 { If (loss), enter -0- in Part I, line 7		26,315.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ {		N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	110,445.	5,968,067.	.018506
2014	39,179.	949,729.	.041253
2013	0.	198,970.	.000000
2012	3,000.	54,833.	.054712
2011	29,987.	59,330.	.505427
2 Total of line 1, column (d)			.619898
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			.123980
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			9,770,815.
5 Multiply line 4 by line 3			1,211,386.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,784.
7 Add lines 5 and 6			1,213,170.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			206,826.

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)		1	3,568.
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			
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	3,568.
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	3,568.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	2,358.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,358.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	23.	
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	767.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 767. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.RSDCHARITY.ORG</u>	X	
14 The books are in care of ► <u>ROBERT HUANG</u> Telephone no. ► <u>(310) 779-1115</u> Located at ► <u>C/O 3304 PICO BLVD, SUITE H, SANTA MONICA, CA</u> ZIP+4 ► <u>90405</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

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

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

5a During the year did the foundation pay or incur any amount to:

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,314,481.
b	Average of monthly cash balances	1b	2,995,186.
c	Fair market value of all other assets	1c	1,609,942.
d	Total (add lines 1a, b, and c)	1d	9,919,609.
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	9,919,609.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	148,794.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,770,815.
6	Minimum investment return. Enter 5% of line 5	6	488,541.

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	488,541.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,568.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,568.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	484,973.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	484,973.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	484,973.

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	206,826.
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	206,826.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	206,826.

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				484,973.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			79,173.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 206,826.				
a Applied to 2015, but not more than line 2a			79,173.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				127,653.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				357,320.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 12

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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)				
<p>a Paid during the year</p> <p>MY LIFE SPEAKS PO BOX 100972 NASHVILLE, TN 37224</p>	NONE	PC	TO HELP DEVELOP COMMUNITY THROUGH ORPHAN CARE & PREVENTION, EDUCATION, AND PUBLIC HEALTH.	30,000.
<p>FRIENDS FOR LIFE PO BOX 23491 WACO, TX 76702-3</p>	NONE	PC	TO HELP WITH WORK WITH THE ELDERLY AND PEOPLE WITH DISABILITIES.	35,000.
<p>ST. VINCENT MEALS ON WHEELS 2303 MIRAMAR STREET LOS ANGELES, CA 90057</p>	NONE	PC	TO SUPPORT THE DELIVERY OF MEALS TO SENIOR HOMES.	5,000.
<p>KORE FOUNDATION 695 NASHVILLE PIKE #101 GALLATIN, TN 37066</p>	NONE	PC	TO HELP TO CONTINUE SPREADING HOPE.	30,000.
<p>LIVEBEYOND PO BOX 128137 NASHVILLE, TN 37211</p>	NONE	PC	TO HELP IMPLEMENT COMMUNITY-BASED PROGRAMS THAT IMPROVE THE LIVES OF THOUSANDS OF HAITIANS.	30,000.
Total	SEE CONTINUATION SHEET(S)		▶ 3a	192,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	198,312.	18,306.	180,006.	180,006.	
INTEREST	306.	0.	306.	306.	
TO PART I, LINE 4	198,618.	18,306.	180,312.	180,312.	

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,045.	0.		0.
TO FM 990-PF, PG 1, LN 16A	1,045.	0.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	12,500.	3,125.		3,125.
TO FORM 990-PF, PG 1, LN 16B	12,500.	3,125.		3,125.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING FEES	325.	0.		0.
OUTSIDE SERVICE	2,258.	565.		565.
INVESTMENT FEES	22,334.	22,334.		0.
TO FORM 990-PF, PG 1, LN 16C	24,917.	22,899.		565.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	10.	0.		0.
EXCISE TAXES	80,149.	0.		0.
PAYROLL TAXES	1,666.	0.		833.
FOREIGN TAXES PAID	1,158.	1,158.		0.
TO FORM 990-PF, PG 1, LN 18	82,983.	1,158.		833.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEALS & ENTERTAINMENT	195.	49.		49.
INSURANCE	501.	0.		0.
OFFICE EXPENSE	3,362.	840.		840.
PROGRAM EVENTS	1,324.	0.		1,324.
TO FORM 990-PF, PG 1, LN 23	5,382.	889.		2,213.

FOOTNOTES	STATEMENT 7
-----------	-------------

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
-------------	-----------------	-----------	---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK - SEE ATTACHED	6,949,768.	6,949,768.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,949,768.	6,949,768.

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

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN WEI-CHUAN U.S.A., INC.	COST	1,596,747.	1,596,747.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,596,747.	1,596,747.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
-------------	--------------	-----------	----

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS	0.	10,344.	10,344.
PREPAID TAXES	0.	2,851.	2,851.
TO FORM 990-PF, PART II, LINE 15	0.	13,195.	13,195.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT HUANG 3304 PICO BLVD, SUITE H SANTA MONICA, CA 90405	CEO 1.00	0.	0.	0.
STEPHANIE HUANG 3304 PICO BLVD. SUITE H SANTA MONICA, CA 90405	CFO 1.00	0.	0.	0.
DENISE HUANG 3304 PICO BLVD, SUITE H SANTA MONICA, CA 90405	SECRETARY 2.00	0.	0.	0.
ROGER HUANG 3304 PICO BLVD, SUITE H SANTA MONICA, CA 90405	DIRECTOR 1.00	0.	0.	0.
TIM CHANG 3304 PICO BLVD, SUITE H SANTA MONICA, CA 90405	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 12

NAME OF MANAGER

ROBERT HUANG
DENISE HUANG



RSD CHARITABLE AND EDUCATIONAL FOUNDATION

Mutual Funds

Open End Mutual Funds

Open End Mutual Fund shares are priced at net asset value. Estimated Annual Income and Yield refer to Dividends and Interest Income only, and typically do not reflect Total return.

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
AMG FUNDS III MANAGERS LOOMIS SAYLES BOND FUND CLASS I MGBIX On Reinvestment Acquired Net Tax Lots S	5.03	14,070.18800	26.89	378,482.37	26.2400	369,201.73	-9,280.64	13,845.06	3.75
AMERICAN CENTY INVT TR DIVERSIFIED BD FD INSTL CL ACBPX On Reinvestment Acquired Net Tax Lots S	9.94	68,489.28600	11.02	755,198.86	10.6500	729,410.89	-25,787.97	21,505.63	2.94
BLACKROCK FDS II CORE BOND PORT INSTL CLASS BFMCX On Reinvestment Acquired Net Tax Lots S	8.32	63,959.95100	9.75	623,910.60	9.5500	610,817.53	-13,093.07	14,710.78	2.40
FIDELITY ADVISOR EMERGING MRKTS INC CL I FMKIX On Reinvestment Acquired Net Tax Lots S	1.68	9,133.26500	13.06	119,338.50	13.5000	123,299.07	3,960.57	6,712.94	5.44
GOLDMAN SACHS TR FINL SQUARE TREAS INSTRS FD INSTL CL FTIXX On Reinvestment Acquired Net Tax Lots S	1.71	125,645.98000	1.00	125,645.98	1.0000	125,645.98	0.00	201.03	0.16
AMERICAN FUNDS WASHINGTON MUTUAL FD F2 WMFFX On Reinvestment Acquired Net Tax Lots S	1.62	2,911.03000	39.18	114,077.93	40.9200	119,119.34	5,041.41	2,448.17	2.05

RSD CHARITABLE AND EDUCATIONAL
FOUNDATION

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
JANUS INVT FD									
FLEXIBLE BD FD CLASS I									
JFLEX									
On Reinvestment									
Acquired Net Tax Lots S	9.98	71,203.23200	10.49	747,435.32	10.2900	732,681.25	-14,754.07	20,435.32	2.78
METROPOLITAN WEST FDS									
TOTAL RETURN BD FD CL I									
MWTIX									
On Reinvestment									
Acquired Net Tax Lots S	11.64	81,166.00100	10.85	880,840.16	10.5300	854,677.99	-26,162.17	16,395.53	1.91
JPMORGAN TR II									
CORE BD FD SELECT CL									
WOBDX									
On Reinvestment									
Acquired Net Tax Lots S	10.77	68,860.33300	11.78	811,524.06	11.4800	790,516.62	-21,007.44	19,487.47	2.46
BROOKFIELD INVT FUNDS									
GLOBAL LISTED REAL									
ESTATE FD CL Y									
BLRYX									
On Reinvestment									
Acquired Net Tax Lots S	3.22	18,741.89400	12.89	241,701.77	12.6300	236,710.12	-4,991.65	9,314.72	3.93
PRINCIPAL FDS INC									
MIDCAP FUND INSTL CLASS									
PCBIX									
On Reinvestment									
Acquired Net Tax Lots S	1.74	5,672.35700	21.48	121,879.29	22.4900	127,571.30	5,692.01	519.58	0.40
AMERICAN EUROPACIFIC									
GROWTH FU CL F2									
AEPFX									
On Reinvestment									
Acquired Net Tax Lots S	1.45	2,361.79000	44.65	105,473.59	44.9700	106,209.69	736.10	1,636.72	1.54
PIMCO FDS									
INCOME FD INSTL CL									
PIMIX									
On Reinvestment									
Acquired Net Tax Lots S	7.84	47,694.85100	11.91	568,223.68	12.0600	575,199.90	6,976.22	31,764.77	5.52



RSD CHARITABLE AND EDUCATIONAL FOUNDATION

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
TEMPLETON INCOME TR									
GLOBAL BD FD ADVISOR CL									
TGBAX									
On Reinvestment									
Acquired Net Tax Lots S	1.88	11,508.09500	11.33	130,465.87	11.9600	137,636.81	7,170.94	3,544.49	2.57
WELLS FARGO									
ULTRA SHORT TERM INCOME									
CL I									
SADIX									
On Reinvestment									
Acquired Net Tax Lots S	6.85	59,366.44900	8.46	502,488.99	8.4700	502,833.82	344.83	6,767.77	1.34
Total Open End Mutual Funds	83.67			\$6,226,686.97		\$6,141,532.04	-\$85,154.93	\$169,289.98	2.76
Total Mutual Funds	83.67			\$6,226,686.97		\$6,141,532.04	-\$85,154.93	\$169,289.98	2.76

Unit Investment Trusts

Equity Trusts

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TRUST									
ENERGY SELECT PORTFOLIO									
SERIES 55 CASH									
CUSIP 30286H203									
Acquired 06/23/15 L	0.02	147	9.57 9.67	1,407.23 1,422.21	8.8000	1,293.60	-113.63	25.57	1.97
FIRST TRUST									
WATER UTILITY & INFRAST									
SELECT PORT SER 37 CASH									
CUSIP 30286H252									
Acquired 06/23/15 L	0.03	198	9.84 9.85	1,949.79 1,950.30	10.9500	2,168.10	218.31	22.17	1.02

RSD CHARITABLE AND EDUCATIONAL
FOUNDATION

Unit Investment Trusts
Equity Trusts continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TRUST TECHNOLOGY SELECT PORTFOLIO SERIES 58 CASH CUSIP 30287G501 Acquired 10/22/15 L	0.03	187	10.69 10.70	2,000.64 2,001.89	11.2500	2,103.75	103.11	19.26	0.91
FIRST TRUST FINANCIALS SELECT PORTFOLIO SERIES 51 CASH CUSIP 30286M301 Acquired 07/06/15 L	0.01	57	9.79 9.79	558.18 558.39	9.9900	569.43	11.25	9.23	1.62
FIRST TRUST DIVIDEND STRENGTH PORT SERIES 30 CASH CUSIP 30287V789 Acquired 12/22/15 L	0.03	183	10.03 10.06	1,836.55 1,841.84	11.1900	2,047.77	211.22	47.39	2.31
FIRST TRUST GLOBAL DIVIDEND PORTFOLIO SERIES 43 CASH CUSIP 30286Q765 Acquired 07/14/15 L	0.02	149	9.99 9.99	1,488.99 1,489.48	9.6200	1,433.38	-55.61	47.68	3.32
FIRST TRUST DIVERSITY EQUITY STRAT ALLOCATION PRT 1Q 16 C CUSIP 30287X801 Acquired 01/19/16 S	0.03	182	9.61 9.62	1,749.66 1,751.33	11.1300	2,025.66	276.00	34.21	1.68
FIRST TRUST TARGET TRIAD 2Q 16 TERM 7/7/17 CASH CUSIP 30289Q606 Acquired 04/11/16 S nc	0.05	347	9.90	3,435.30	10.2600	3,560.22	124.92	73.91	2.07



RSD CHARITABLE AND EDUCATIONAL FOUNDATION

Unit Investment Trusts
Equity Trusts continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TRUST STRATEGIC INCOME CLOSED- END PORT SER 59 CASH CUSIP 30300A507 Acquired 08/30/16 S	0.01	89	10.23	910.84	9.6200	856.18	-54.66	68.44	7.99
FIRST TRUST EMERGING MRKTS STRENGTH PORTFOLIO SERIES 32 CASH CUSIP 30300D451 Acquired 08/09/16 S	0.01	97	9.95	965.21	8.3200	807.04	-158.17	12.61	1.56
FIRST TRUST UTILITES SELECT PORT SERIES 39 CASH CUSIP 30294Y362 Acquired 09/07/16 S	0.03	212	10.14	2,150.34	9.9600	2,111.52	-38.82	63.17	2.99
Total Equity Trusts	0.26			\$18,452.73 \$18,477.13		\$18,976.65	\$523.92	\$423.64	2.23
Total Unit Investment Trusts	0.26			\$18,452.73 \$18,477.13		\$18,976.65	\$523.92	\$423.64	2.23

nc Cost information for this tax lot is not covered by IRS reporting requirements Unless indicated, cost for all other lots will be reported to the IRS

**STOCKS
COMMON STOCKS**

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ALLERGAN PLC SHS (AGN)	4/28/14	1 000	\$195 390	\$210 010	\$195 39	\$210 01	\$14 62	LT	
	11/13/14	1 000	242 180	210 010	242 18	210 01	(32 17)	LT	
	5/21/15	1 000	301 230	210 010	301 23	210 01	(91 22)	LT	
	10/14/15	8 000	272 388	210 010	2,179 10	1,680 08	(499 02)	LT	
	2/3/16	4 000	277 478	210 010	1,109 91	840 04	(269 87)	ST	
	3/3/16	3 000	289 817	210 010	869 45	630 03	(239 42)	ST	
	4/15/16	30 000	217 684	210 010	6,530 52	6,300 30	(230 22)	ST	
	6/30/16	26 000	228 992	210 010	5,953 80	5,460 26	(493 54)	ST	
	9/8/16	8 000	241 810	210 010	1,934 48	1,680 08	(254 40)	ST	



Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Total		82 000			19,316 06	17,220 82	(607 79) LT (1,487 45) ST	230 00	1 33
<i>Asset Class: Equities</i>									
ALPHABET INC CL A (GOOGL)									
	9/16/13	9 000	444 000	792 450	3,996 00	7,132 05	3,136 05 LT		
	4/1/14	1 000	566 480	792 450	566 48	792 45	225 97 LT		
	4/28/14	2 000	516 960	792 450	1,033 92	1,584 90	550 98 LT		
	12/19/14	2 000	516 200	792 450	1,032 40	1,584 90	552 50 LT		
	5/3/16	1 000	710 810	792 450	710 81	792 45	81 64 ST		
	7/22/16	16 000	757 394	792 450	12,118 31	12,679 20	560 89 ST		
	11/18/16	9 000	780 743	792 450	7,026 69	7,132 05	105 36 ST		
Total		40 000			26,484 61	31,698 00	4,465 50 LT 747 89 ST		
<i>Asset Class: Equities</i>									
AMGEN INC (AMGN)									
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
APPLE INC (AAPL)									
	11/18/16	163 000	145 777	146 210	23,761 60	23,832 23	70 63 ST	750 00	3 14
	2/28/13	38 000	63 727	115 820	2,421 63	4,401 16	1,979 53 LT		
	3/13/13	21 000	61 390	115 820	1,289 19	2,432 22	1,143 03 LT		
	7/19/13	14 000	60 994	115 820	853 92	1,621 48	767 56 LT		
	9/16/13	28 000	64 071	115 820	1,794 00	3,242 96	1,448 96 LT		
	4/1/14	7 000	77 181	115 820	540 27	810 74	270 47 LT		
	10/7/14	8 000	98 959	115 820	791 67	926 56	134 89 LT		
	1/6/15	5 000	105 980	115 820	529 90	579 10	49 20 LT		
	6/24/15	5 000	128 380	115 820	641 90	579 10	(62 80) LT		
	8/20/15	92 000	113 087	115 820	10,403 99	10,655 44	251 45 LT		
	12/3/15	4 000	114 448	115 820	457 79	463 28	5 49 LT		
	12/29/15	9 000	108 560	115 820	977 04	1,042 38	65 34 LT		
	2/3/16	19 000	94 774	115 820	1,800 71	2,200 58	399 87 ST		
	5/3/16	39 000	95 447	115 820	3,722 44	4,516 98	794 54 ST		
	7/22/16	1 000	98 980	115 820	98 98	115 82	16 84 ST		
	11/18/16	70 000	110 087	115 820	7,706 10	8,107 40	401 30 ST		
Total		360 000			34,029 53	41,695 20	6,053 12 LT 1,612 55 ST	821 00	1 96
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
BLACKROCK INC (BLK)									
	2/28/13	44 000	241 194	380 540	10,612 52	16,743 76	6,131 24 LT		
	9/16/13	1 000	272 450	380 540	272 45	380 54	108 09 LT		
	11/22/13	1 000	302 980	380 540	302 98	380 54	77 56 LT		
	2/14/14	1 000	303 780	380 540	303 78	380 54	76 76 LT		

Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	4/28/14	3 000	297 860	380 540	893 58	1,141 62	248 04 LT		
	5/23/14	1 000	301 060	380 540	301 06	380 54	79 48 LT		
	10/7/14	2 000	319 740	380 540	639 48	761 08	121 60 LT		
	5/21/15	1 000	369 440	380 540	369 44	380 54	11 10 LT		
	6/24/15	3 000	356 110	380 540	1,068 33	1,141 62	73 29 LT		
	8/20/15	4 000	320 388	380 540	1,281 55	1,522 16	240 61 LT		
	1/26/16	1 000	299 470	380 540	299 47	380 54	81 07 ST		
	2/3/16	1 000	298 250	380 540	298 25	380 54	82 29 ST		
	6/30/16	1 000	339 470	380 540	339 47	380 54	41 07 ST		
Total		64 000			16,982 36	24,354.56	7,167 77 LT 204 43 ST	586 00	2 40
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
BLACKSTONE GROUP LP (BX)	11/18/16	901 000	26 366	27 030	23,756 04	24,354 03	597 99 ST	1,496 00	6 14
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
CAPITAL ONE FINANCIAL CORP (COF)	11/18/16	193 000	82 045	87 240	15,834 69	16,837.32	1,002 63 ST	309 00	1 83
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
CBS CORP NEW CL B SHRS (CBS)	11/18/16	263 000	60 195	63 620	15,831 29	16,732.06	900 77 ST	189 00	1 12
<i>Next Dividend Payable 01/01/17, Asset Class: Equities</i>									
CHARLES SCHWAB NEW (SCHW)	11/18/16	420 000	37 705	39 470	15,836 10	16,577.40	741 30 ST	118 00	0 71
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
CHEVRON CORP (CVX)	11/18/16	145 000	109 250	117 700	15,841 25	17,066.50	1,225 25 ST	626 00	3 66
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
CHUBB LTD (CB)	11/18/16	125 000	126 170	132 120	15,771 25	16,515 00	743 75 ST	345 00	2 08
<i>Next Dividend Payable 01/2017, Asset Class: Equities</i>									
COMCAST CORP (NEW) CLASS A (CMCSA)	11/18/16	232 000	68 390	69 050	15,866 46	16,019.60	153 14 ST	255 00	1 59
<i>Next Dividend Payable 01/25/17, Asset Class: Equities</i>									
COSTCO WHOLESALE CORP NEW (COST)	11/18/16	105 000	150 080	160 110	15,758 40	16,811.55	1,053 15 ST	189 00	1 12
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
CROWN CASTLE INTL CORP (CCI)	11/18/16	186 000	84 975	86 770	15,805 35	16,139 22	333 87 ST	707 00	4 38
<i>Next Dividend Payable 03/2017, Asset Class: All</i>									
CVS HEALTH CORP COM (CVS)	11/18/16	213 000	74 206	78 910	15,805 96	16,807 83	1,001 87 ST	426 00	2 53
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
DANAHER CORPORATION (DHR)	11/18/16	200 000	79 045	77 840	15,808 90	15,568 00	(240 90) ST	100 00	0 64
<i>Next Dividend Payable 01/27/17, Asset Class: Equities</i>									
DELPHI AUTOMOTIVE PLC (DLPH)	11/18/16	231 000	68 540	67 350	15,832 74	15,557.85	(274.89) ST	268 00	1 72



Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
EOG RESOURCES INC (EOG)	11/18/16	168,000	93.860	101.100	15,768.48	16,984.80	1,216.32 ST	113.00	0.66
<i>Next Dividend Payable 01/2017, Asset Class: Equities</i>									
ESTEE LAUDER CO INC CL A (EL)	11/18/16	203,000	77.770	76.490	15,787.31	15,527.47	(259.84) ST	276.00	1.77
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
GILEAD SCIENCE (GILD)	11/18/16	212,000	74.498	71.610	15,793.55	15,181.32	(612.23) ST	399.00	2.62
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
GOLDMAN SACHS GRP INC (GS)	11/18/16	75,000	210.892	239.450	15,816.87	17,958.75	2,141.88 ST	195.00	1.08
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
HOMEWELL INTERNATIONAL INC (HOW)	11/18/16	282,000	112.466	115.850	31,715.52	32,669.70	954.18 ST	750.00	2.29
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
INGERSOLL-RAND PLC SHS (IR)	11/18/16	213,000	74.438	75.040	15,855.23	15,983.52	128.29 ST	341.00	2.13
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
INTL BUSINESS MACHINES CORP (IBM)	2/29/16	92,000	131.113	165.990	12,062.35	15,271.08	3,208.73 ST		
	5/3/16	3,000	143.967	165.990	431.90	497.97	66.07 ST		
	7/22/16	46,000	161.801	165.990	7,442.85	7,635.54	192.69 ST		
	9/8/16	8,000	158.970	165.990	1,271.76	1,327.92	56.16 ST		
Total		149,000			21,208.86	24,732.51	3,523.65 ST	834.00	3.37
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
JPMORGAN CHASE & CO (JPM)	11/18/16	406,000	77.970	86.290	31,655.82	35,033.74	3,377.92 ST	780.00	2.22
<i>Next Dividend Payable 01/2017, Asset Class: Equities</i>									
MASTERCARD INC CL A (MA)	11/18/16	151,000	104.830	103.250	15,829.33	15,590.75	(238.58) ST	133.00	0.85
<i>Next Dividend Payable 02/2017, Asset Class: Equities</i>									
MCKESSON CORP (MCK)	11/18/16	113,000	139.990	140.450	15,818.85	15,870.85	52.00 ST	127.00	0.80
<i>Next Dividend Payable 01/02/17, Asset Class: Equities</i>									
MEDTRONIC PLC SHS (MDT)	11/18/16	293,000	81.187	71.230	23,787.73	20,870.39	(2,917.34) ST	504.00	2.41
<i>Next Dividend Payable 01/13/17, Asset Class: Equities</i>									
MICROSOFT CORP (MSFT)	11/18/16	261,000	60.556	62.140	15,805.12	16,218.54	413.42 ST	407.00	2.50
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
NIKE INC B (NKE)	11/18/16	309,000	51.237	50.830	15,832.14	15,706.47	(125.67) ST	222.00	1.41
<i>Next Dividend Payable 01/03/17, Asset Class: Equities</i>									
OCCIDENTAL PETROLEUM CORP DE (OXY)	11/18/16	232,000	68.370	71.230	15,861.84	16,525.36	663.52 ST	705.00	4.26
<i>Next Dividend Payable 01/13/17, Asset Class: Equities</i>									

Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
ORACLE CORP (ORCL)									
	6/24/15	298 000	41 287	38 450	12,303 58	11,458 10	(845 48) LT		
	8/20/15	5 000	38 986	38 450	194 93	192 25	(2 68) LT		
	12/3/15	240 000	37 877	38 450	9,090 53	9,228 00	137 47 LT		
	12/29/15	2 000	37 030	38 450	74 06	76 90	2 84 LT		
	9/8/16	49 000	40 695	38 450	1,994 06	1,884 05	(110 01) ST		
	9/19/16	5 000	39 486	38 450	197 43	192 25	(5 18) ST		
Total		599 000			23,854 59	23,031 55	(707 85) LT (115 19) ST	359 00	1 55
<i>Next Dividend Payable 01/2017, Asset Class: Equities</i>									
PEPSICO INC NC (PEP)									
	2/28/13	57 000	75 937	104 630	4,328 42	5,963 91	1,635 49 LT		
	3/13/13	3 000	77 010	104 630	231 03	313 89	82 86 LT		
	8/14/13	12 000	82 880	104 630	994 56	1,255 56	261 00 LT		
	9/16/13	7 000	80 920	104 630	566 44	732 41	165 97 LT		
	10/24/13	5 000	82 790	104 630	413 95	523 15	109 20 LT		
	12/31/13	12 000	82 960	104 630	995 52	1,255 56	260 04 LT		
	2/14/14	11 000	78 880	104 630	867 68	1,150 93	283 25 LT		
	5/23/14	7 000	85 797	104 630	600 58	732 41	131 83 LT		
	9/12/14	4 000	90 765	104 630	363 06	418 52	55 46 LT		
	12/19/14	2 000	95 430	104 630	190 86	209 26	18 40 LT		
	3/31/15	9 000	96 206	104 630	865 85	941 67	75 82 LT		
	5/21/15	4 000	97 218	104 630	388 87	418 52	29 65 LT		
	6/24/15	4 000	95 498	104 630	381 99	418 52	36 53 LT		
	12/3/15	7 000	98 786	104 630	691 50	732 41	40 91 LT		
	3/3/16	3 000	99 140	104 630	297 42	313 89	16 47 ST		
	9/8/16	9 000	106 856	104 630	961 70	941 67	(20 03) ST		
Total		156 000			13,139 43	16,322 28	3,186 41 LT (3 56) ST	470 00	2 87
<i>Next Dividend Payable 01/06/17, Asset Class: Equities</i>									
PFIZER INC (PFE)									
	4/1/14	244 000	31 919	32 480	7,788 24	7,925 12	136 88 LT		
	8/19/14	110 000	28 927	32 480	3,181 93	3,572 80	390 87 LT		
	5/21/15	22 000	34 425	32 480	757 35	714 56	(42 79) LT		
	6/24/15	3 000	34 337	32 480	103 01	97 44	(5 57) LT		
	12/3/15	39 000	32 607	32 480	1,271 67	1,266 72	(4 95) LT		
	2/29/16	9 000	29 777	32 480	267 99	292 32	24 33 ST		
	3/3/16	16 000	29 920	32 480	478 72	519 68	40 96 ST		
	9/8/16	42 000	34 706	32 480	1,457 66	1,364 16	(93 50) ST		
	9/19/16	3 000	33 700	32 480	101 10	97 44	(3 66) ST		



Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	11/18/16	13 000	31 627	32 480	411 15	422 24	11 09 ST		
Total		501 000			15,818 82	16,272.48	474 44 LT (20 78) ST	641 00	3 93
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
PRUDENTIAL FINANCIAL INC (PRU)	11/18/16	239 000	99 240	104 060	23,718 24	24,870 34	1,152 10 ST	669 00	2 68
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
SCHLUMBERGER LTD (SLB)	8/14/13	2 000	82 210	83 950	164 42	167 90	3 48 LT		
	11/22/13	4 000	92 650	83 950	370 60	335 80	(34 80) LT		
	12/31/13	13 000	89 778	83 950	1,167 11	1,091 35	(75 76) LT		
	5/23/14	2 000	101 330	83 950	202 66	167 90	(34 76) LT		
	9/12/14	16 000	102 460	83 950	1,639 36	1,343 20	(296 16) LT		
	10/7/14	12 000	98 428	83 950	1,181 13	1,007 40	(173 73) LT		
	11/13/14	18 000	92 944	83 950	1,673 00	1,511 10	(161 90) LT		
	12/19/14	20 000	85 795	83 950	1,715 89	1,679 00	(36 89) LT		
	1/6/15	8 000	80 740	83 950	645 92	671 60	25 68 LT		
	3/31/15	8 000	84 235	83 950	673 88	671 60	(2 28) LT		
	6/24/15	15 000	87 613	83 950	1,314 20	1,259 25	(54 95) LT		
	8/20/15	12 000	80 444	83 950	965 33	1,007 40	42 07 LT		
	10/14/15	5 000	75 220	83 950	376 10	419 75	43 65 LT		
	12/3/15	21 000	74 163	83 950	1,557 42	1,762 95	205 53 LT		
	12/29/15	12 000	70 310	83 950	843 72	1,007 40	163 68 LT		
	4/15/16	4 000	76 278	83 950	305 11	335 80	30 69 ST		
	7/22/16	3 000	81 097	83 950	243 29	251 85	8 56 ST		
	9/8/16	18 000	79 417	83 950	1,429 51	1,511 10	81 59 ST		
	9/19/16	5 000	76 418	83 950	382 09	419 75	37 66 ST		
Total		198 000			16,850 74	16,622.10	(387 14) LT 158 50 ST	396 00	2 38
<i>Next Dividend Payable 01/13/17, Asset Class: Equities</i>									
T-MOBILE US INC COM (TMUS)	11/18/16	295 000	53 635	57 510	15,822 33	16,965.45	1,143 12 ST		
<i>Asset Class: Equities</i>									
THERMO FISHER SCIENTIFIC (TMO)	11/13/14	72 000	118 060	141 100	8,500 35	10,159 20	1,658 85 LT		
	5/21/15	8 000	133 000	141 100	1,064 00	1,128 80	64 80 LT		
	6/24/15	4 000	130 745	141 100	522 98	564 40	41 42 LT		
	10/14/15	2 000	125 255	141 100	250 51	282 20	31 69 LT		
	2/3/16	12 000	124 966	141 100	1,499 59	1,693 20	193 61 ST		
	9/8/16	11 000	150 577	141 100	1,656 35	1,552 10	(104 25) ST		

Morgan Stanley

Security Description	Trade Date	Quantity	Unit Cost	Share Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
Total		109 000			13,493.78	15,379.90	1,796.76 LT 89.36 ST	65.00	0.42
<i>Next Dividend Payable 01/16/17, Asset Class: Equities</i>									
UNION PACIFIC CORP (UNP)	11/18/16	238 000	99.807	103.680	23,753.97	24,675.84	921.87 ST	576.00	2.33
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									
WELLS FARGO & CO NEW (WFC)	11/18/16	299 000	52.935	55.110	15,827.57	16,477.89	650.32 ST	454.00	2.75
<i>Next Dividend Payable 03/2017, Asset Class: Equities</i>									

STOCKS	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	94.79%	\$747,138.71	\$789,259.17	\$21,441.22 LT \$20,679.24 ST	\$16,831.00	2.13%

TOTAL MARKET VALUE	Percentage of Holdings	Total Cost	Market Value	Unrealized Gain/(Loss)	Est Ann Income	Current Yield %
	100.00%	\$747,138.71	\$832,654.02	\$21,441.22 LT \$20,679.24 ST	\$16,835.00	2.02%

TOTAL VALUE (includes accrued interest) \$832,654.02