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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

LEVI WILLIAMS CHARITABLE TRUST 9812000054

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

500 DELAWARE AVENUE, SUITE 900

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

WILMINGTON, DE 19801

A Employer identification number

20-6026484

B Telephone number (see instructions)

302-246-5400

C If exemption application is pending, check here. ☐D 1 Foreign organizations, check here. ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐

G Check all that apply:

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

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,755,616.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) (Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	34,515.	32,039.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	115,792.			
b Gross sales price for all assets on line 6a 120,447.				
7 Capital gain net income (from Part IV, line 2)		115,792.		
8 Net short-term capital gain.				
9 Income modifications				
10 Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) 0 6 2 7 2017				
12 Total. Add lines 1 through 11	150,307.	147,831.		
13 Compensation of officers, directors, trustees, etc.	7,009.	5,256.		1,752.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 2	1,301.	671.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT 3	12,498.	12,498.		
24 Total operating and administrative expenses. Add lines 13 through 23.	20,808.	18,425.		1,752.
25 Contributions, gifts, grants paid	23,658.			23,658.
26 Total expenses and disbursements Add lines 24 and 25	44,466.	18,425.		25,410.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	105,841.			
b Net investment income (if negative, enter -0-)		129,406.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	45,436.	15,808.	15,808.
	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 (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)	1,346,392.	1,481,861.	1,739,808.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶		
		Less accumulated depreciation ▶ (attach schedule)			
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶ (attach schedule)			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,391,828.	1,497,669.	1,755,616.
17		Accounts payable and accrued expenses			
18		Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,391,828.	1,497,669.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	1,391,828.	1,497,669.		
31	Total liabilities and net assets/fund balances (see instructions)	1,391,828.	1,497,669.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,391,828.
2	Enter amount from Part I, line 27a	2	105,841.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,497,669.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,497,669.

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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**

b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 120,447.		4,655.	115,792.
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			115,792.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	115,792.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(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	284,647.	1,702,756.	0.167168
2014	592,520.	2,239,578.	0.264568
2013	74,171.	2,266,801.	0.032721
2012	69,879.	2,013,371.	0.034707
2011	71,485.	2,056,490.	0.034761
2 Total of line 1, column (d)			0.533925
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.			0.106785
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			1,076,449.
5 Multiply line 4 by line 3.			114,949.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,294.
7 Add lines 5 and 6.			116,243.
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.			25,410.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	2,588.
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	
3 Add lines 1 and 2		3	2,588.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,588.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,529.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	700.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,229.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2225 is attached		8	3.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	391.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ NONE Refunded ☐		11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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 ☐ \$ (2) On foundation managers ☐ \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?		
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) ☐ TN		
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

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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).	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X
14 The books are in care of <u>RELIANCE TRUST COMPANY OF DELAWARE</u> Telephone no <u>(302) 246-5400</u> Located at <u>500 DELAWARE AVE, SUITE 900, WILMINGTON, DE</u> ZIP+4 <u>19801</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. <u>15</u>		
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? <u>16</u> See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country <u></u>		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? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <u>1b</u> Organizations relying on a current notice regarding disaster assistance check here ☐		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? <u>1c</u>		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years <u></u>		
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) <u>2b</u>		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) <u>3b</u>		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <u>4a</u>		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? <u>4b</u>		X

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

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

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

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870.**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RELiance TRUST COMPANY OF DELAWARE 500 DELAWARE AVE, STE 900, WILMINGTON, DE 19801	TRUSTEE 1	7,009.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ NONE

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over \$50,000 for professional services		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,077,246.
b	Average of monthly cash balances	1b	15,596.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,092,842.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,092,842.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	16,393.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,076,449.
6	Minimum investment return. Enter 5% of line 5	6	53,822.

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	53,822.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	2,588.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,588.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	51,234.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	51,234.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	51,234.

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	25,410.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	25,410.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	25,410.

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				51,234.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				NONE
b From 2012				NONE
c From 2013				NONE
d From 2014				410,900.
e From 2015				201,248.
f Total of lines 3a through e	612,148.			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ 25,410.				
a Applied to 2015, but not more than line 2a . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount				25,410.
e Remaining amount distributed out of corpus. . .	NONE			
5 Excess distributions carryover applied to 2016. (If an amount appears in column (d), the same amount must be shown in column (a).)	25,824.			25,824.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	586,324.			
b Prior years' undistributed income Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	586,324.			
10 Analysis of line 9				
a Excess from 2012 . . .				NONE
b Excess from 2013 . . .				NONE
c Excess from 2014 . . .				385,076.
d Excess from 2015 . . .				201,248.
e Excess from 2016 . . .				

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

NOT APPLICABLE

- 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).)

N/A

- 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.

N/A

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.

N/A

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

N/A

- c** Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CARSON NEWMAN UNIVERSITY ATTN: TREASURER'S OF P.O. BOX 557 JEFFERSON CITY TN 37760	NONE	PC	SCHOLARSHIPS	23,658.
Total			3a	23,658.
b Approved for future payment				
Total			3b	

Unrelated business income

Excluded by section 512, 513, or 514

(e)

1 Program service revenue

a _____

b _____

c _____

d _____

e _____

f _____

g Fees and contracts from government agencies

2 Membership dues and assessments

3 Interest on savings and temporary cash investments •

4 Dividends and interest from securities

5 Net rental income or (loss) from real estate

a Debt-financed property

b Not debt-financed property

6 Net rental income or (loss) from personal property. .

7 Other investment income

8 Gain or (loss) from sales of assets other than inventor

9 Net income or (loss) from special events . . .

10 Gross profit or (loss) from sales of inventory . .

11 Other revenue a _____

b _____

C

d

e

12 Subtotal Add columns (b), (d), and (e)

13 Total. Add line 12, columns (b), (d), and (e) . .

(See worksheet in line 13 instructions to verify calculations)

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

Line No.

▼

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

LEVI WILLIAMS CHARITABLE TRUST 9812000054

20-6026484

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	3,216.	3,216.
FOREIGN DIVIDENDS	9,063.	9,063.
NONDIVIDEND DISTRIBUTIONS	2,476.	
DOMESTIC DIVIDENDS	11,534.	11,534.
CORPORATE INTEREST	1.	1.
US GOVERNMENT INTEREST REPORTED AS QUALI	14.	14.
NONQUALIFIED DOMESTIC DIVIDENDS	8,211.	8,211.
	-----	-----
TOTAL	34,515.	32,039.
	=====	=====

LEVI WILLIAMS CHARITABLE TRUST 9812000054

20-6026484

FORM 990PF, PART I - TAXES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	671.	671.
FEDERAL ESTIMATES - PRINCIPAL	630.	
	-----	-----
TOTALS	1,301.	671.
	=====	=====

LEVI WILLIAMS CHARITABLE TRUST 9812000054

20-6026484

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MANAGEMENT FEES	12,498.	12,498.
TOTALS	----- 12,498. =====	----- 12,498. =====

FORM 990PF - COMPUTATION OF PENALTIES AND INTEREST

END OF FISCAL/CALENDAR YEAR	12/31/2016
DATE RETURN IS DUE IF ON EXTENSION	11/15/2017
DATE RETURN WILL BE RECEIVED BY THE IRS	06/30/2017
NUMBER OF DAYS RETURN IS LATE	46
NUMBER OF MONTHS RETURN IS LATE	2
LATE FILING PENALTY	
LATE PAYMENT PENALTY	4.
INTEREST	25.
TOTAL PENALTIES AND INTEREST	29.

Account Statement

Account Number **M19604**

August 01, 2016 To December 31, 2016

RTC DELAWARE-WILMINGTON OFFICE
 500 DELAWARE AVENUE, SUITE 900
 WILMINGTON, DELAWARE 19801

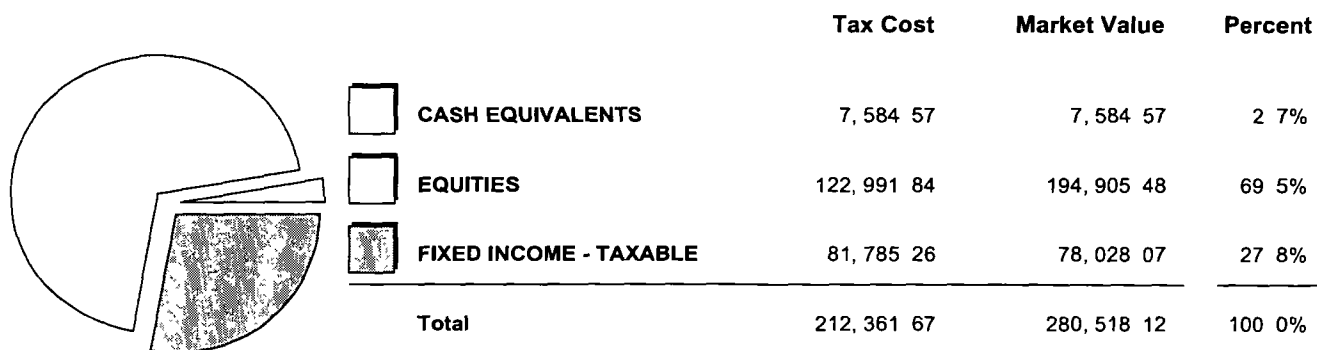
SURGOINSVILLE FIRST BAPT CHURCH
 C/O LYNN NORRIS
 PO BOX 135
 SURGOINSVILLE, TN 37873

Account Name	LEVI WILLIAMS CHARITABLE TRUST FBO SURGOINSVILLE FIRST BAPTIST CHRUCH ENDOWMENT FUND U/A/D 11/22/2000 - CASH ACCOUNT
Account Number	M19604
Administrative Officer	SEANE BAYLOR Seane.Baylor @fisglobal.com

For Your Information

THE SCHEDULE OF INVESTMENTS SHOWS ASSETS HELD ON SETTLEMENT DATE. SECURITY PRICES ARE OBTAINED FROM THE MOST RELIABLE SOURCES AVAILABLE. SHOULD WE BE UNABLE TO OBTAIN A CURRENT MARKET PRICE FOR AN ASSET, THE BOOK OR CARRYING VALUE WILL BE USED AS THE MARKET VALUE.

Investment Portfolio Summary



Account Activity Summary

	This Period	Year To Date	Realized Capital Gains / Losses	
			This Period	Year To Date
Beginning Market Value	0.00	0.00		
Deposits	7,512 53	7,512 53	Long Term	7,211 29
Dividends	10,596 99	10,596 99	Short Term	289 30
Other Disbursements	8,024 80-	8,024 80-	Total Gains / Losses	7,500.59
Fees	520 45-	520 45-		
Buys	18,597 18-	18,597 18-		
Sells	9,032 91	9,032 91		
Change In Market Value	280,518 12	280,518 12		
Ending Market Value	280,518.12	280,518.12		

List Of Related Accounts

This Report Consolidates The Assets Of
The Following Accounts:

Account	Name	Market Value	Market Value %
9812000036	LEVI WILLIAMS CHARITABLE TRUST FBO SURGOINSVILLE FIRST BAPTIST CHURCH ENDOWMENT FUND U/A/D 11/22/2000 - CASH ACCOUNT	7,584 57	2.70 %
9812000090	LEVI WILLIAMS CHARITABLE TRUST FBO SURGOINSVILLE FIRST BAPTIST CHURCH ENDOWMENT FUND U/A DTD 22-NOV-00	272,933.55	97.30 %
TOTAL MARKET VALUE		280,518.12	100.00

Income Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
INCOME CASH			7,543 12			
			7,543 12			
** Total Miscellaneous		Sub- Total	7,543 12		0.00	0.00
			7,543.12		0.00	
* Total Cash			7,543.12		0.00	0.00
			7,543 12		0.00	
Total Income Assets			7,543.12		0.00	0.00
			7,543.12		0.00	

Principal Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
PRINCIPAL CASH			7,543.12-			
			7,543.12-			
** Total Miscellaneous		Sub-Total	7,543.12-		0.00	0.00
			7,543.12-		0.00	
* Total Cash			7,543.12-		0.00	0.00
			7,543.12-		0.00	

Cash Equivalents

90262Y737						
UBS RMA GOVERNMENT MONEY MARKET FUND	RMGXX	7,584.570	7,584.57	1.00		
			7,584.57	1.00	0.34	
* Total Cash Equivalents			7,584.57		0.00	0.00
			7,584.57		0.34	

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Fixed Income - Taxable						
72201M552						
PIMCO TOTAL RETURN P		7,779.469	78,028.07	10.03	2,326.06	2.98
			81,785.26	10.51	193.84	
* Total Fixed Income - Taxable			78,028.07		2,326.06	2.98
			81,785.26		193.84	

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
19765H230						
COLUMBIA MARSICO FOCUSED EQUITIES Z	NFEPX	3,263.386	50,908.82	15.60		
			47,135.44	14.44		
245914403						
DELAWARE INTL VALUE EQUITY INSTL	DEQIX	4,813.235	62,572.06	13.00	1,443.97	2.31
			35,164.70	7.31		
277902698						
EATON VANCE ATLANTA CAPITAL SMID-CAP I	EISMX	921.257	25,657.01	27.85		
			8,825.53	9.58		
544001605						
LORD ABBETT AFFILIATED F	LAAFX	3,640.182	55,767.59	15.32	1,365.07	2.45
			31,866.17	8.75		
* Total Equities			194,905.48		2,809.04	1.44
			122,991.84		0.00	
Total Principal Assets			272,975.00		5,135.10	1.88
			204,818.55		194.18	

Account Statement

Account Number **M19612**

August 01, 2016 To December 31, 2016

RTC DELAWARE-WILMINGTON OFFICE
 500 DELAWARE AVENUE, SUITE 900
 WILMINGTON, DELAWARE 19801

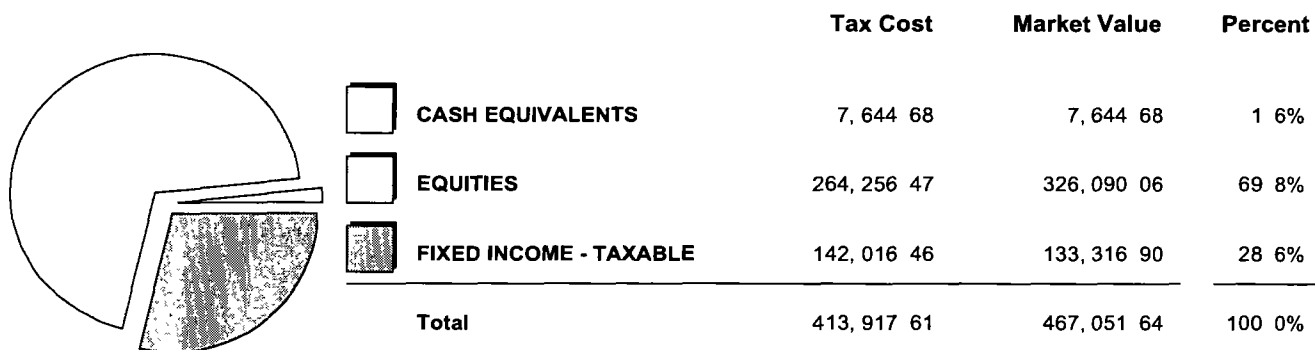
MILLIGAN COLLEGE
 ATTN: WILLIAM B GREER, PRESIDENT
 PO BOX 189
 MILLIGAN COLLEGE, TN 37682

Account Name	LEVI WILLIAMS CHARITABLE TRUST FBO MILLIGAN COLLEGE ENDOWMENT FUND U/A/D 11/22/00
Account Number	M19612
Administrative Officer	SEANE BAYLOR Seane.Baylor @fisglobal.com

For Your Information

THE SCHEDULE OF INVESTMENTS SHOWS ASSETS HELD ON SETTLEMENT DATE SECURITY PRICES ARE OBTAINED FROM THE MOST RELIABLE SOURCES AVAILABLE SHOULD WE BE UNABLE TO OBTAIN A CURRENT MARKET PRICE FOR AN ASSET, THE BOOK OR CARRYING VALUE WILL BE USED AS THE MARKET VALUE

Investment Portfolio Summary



Account Activity Summary

	This Period	Year To Date	Realized Capital Gains / Losses		
				This Period	Year To Date
Beginning Market Value	0.00	0.00			
Deposits	13,032 69	13,032 69	Long Term	12,503 12	12,503 12
Dividends	18,168 55	18,168 55	Short Term	512 92	512 92
Other Disbursements	13,893 30-	13,893 30-	Total Gains / Losses	13,016.04	13,016.04
Fees	866 23-	866 23-			
Buys	27,181 49-	27,181 49-			
Sells	10,739 78	10,739 78			
Change In Market Value	467,051 64	467,051 64			
Ending Market Value	467,051.64	467,051.64			

List Of Related Accounts

This Report Consolidates The Assets Of
The Following Accounts:

Account	Name	Market Value	Market Value %
9812000045	LEVI WILLIAMS CHARITABLE TRUST FBO MILLIGAN COLLEGE ENDOWMENT FUND U/A/D 11/22/00	7,644.68	1.64 %
9812000107	LEVI WILLIAMS CHARITABLE TRUST FBO MILLIGAN COLLEGE ENDOWMENT FUND U/A DTD NOVEMBER 22, 2000	459,406 96	98.36 %
TOTAL MARKET VALUE		467,051.64	100.00

Income Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
INCOME CASH			14,782.96			
			14,782.96			
** Total Miscellaneous		Sub- Total	14,782.96		0.00	0.00
			14,782.96		0.00	
* Total Cash			14,782.96		0.00	0.00
			14,782.96		0.00	
Total Income Assets			14,782.96		0.00	0.00
			14,782.96		0.00	

Principal Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
PRINCIPAL CASH			14,782.96 - 14,782.96 -			
** Total Miscellaneous		Sub-Total	14,782.96 - 14,782.96 -		0.00 0.00	0.00
* Total Cash			14,782.96 - 14,782.96 -		0.00 0.00	0.00
Cash Equivalents						
90262Y737						
UBS RMA GOVERNMENT MONEY MARKET FUND	RMGXX	7,644.680	7,644.68 7,644.68	1.00 1.00	0.34	
* Total Cash Equivalents			7,644.68 7,644.68		0.00 0.34	0.00
Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Fixed Income - Taxable						
72201M552						
PIMCO TOTAL RETURN P		13,291.815	133,316.90 142,016.46	10.03 10.68	3,974.25 331.19	2.98
* Total Fixed Income - Taxable			133,316.90 142,016.46		3,974.25 331.19	2.98
Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
19765H230						
COLUMBIA MARSICO FOCUSED EQUITIES Z	NFEPX	5,744.742	89,617.98 92,883.86	15.60 16.17		
245914403						
DELAWARE INTL VALUE EQUITY INSTL	DEQIX	7,615.499	99,001.49 77,984.65	13.00 10.24	2,284.65	2.31
277902698						
EATON VANCE ATLANTA CAPITAL SMID-CAP I	EISMX	1,385.877	38,596.67 13,276.51	27.85 9.58		
544001605						
LORD ABBETT AFFILIATED F	LAAFX	6,453.911	98,873.92 80,111.45	15.32 12.41	2,420.22	2.45
* Total Equities			326,090.06 264,256.47		4,704.87 0.00	1.44
Total Principal Assets			452,268.68 399,134.65		8,679.12 331.53	1.92

Account Statement

Account Number **M19620**
 August 01, 2016 To December 31, 2016

RTC DELAWARE-WILMINGTON OFFICE
 500 DELAWARE AVENUE, SUITE 900
 WILMINGTON, DELAWARE 19801

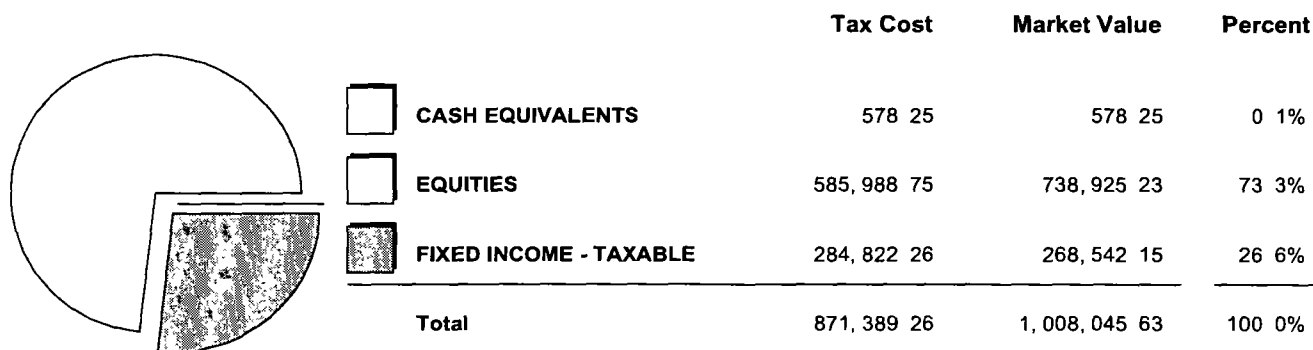
CARSON-NEWMAN UNIVERSITY
 ATTN: TREASURER'S OFFICE
 P.O. BOX 557
 JEFFERSON CITY, TN 37760

Account Name	LEVI WILLIAMS CHARITABLE TRUST FBO CARSON NEWMAN COLLEGE ENDOWMENT FUND U/A/D 11/22/00
Account Number	M19620
Administrative Officer	SEANE BAYLOR Seane.Baylor @fisglobal.com

For Your Information

THE SCHEDULE OF INVESTMENTS SHOWS ASSETS HELD ON SETTLEMENT DATE. SECURITY PRICES ARE OBTAINED FROM THE MOST RELIABLE SOURCES AVAILABLE. SHOULD WE BE UNABLE TO OBTAIN A CURRENT MARKET PRICE FOR AN ASSET, THE BOOK OR CARRYING VALUE WILL BE USED AS THE MARKET VALUE.

Investment Portfolio Summary



Account Activity Summary

	This Period	Year To Date	Realized Capital Gains / Losses	
			This Period	Year To Date
Beginning Market Value	0.00	0.00		
Deposits	5,944 63	5,944 63	Long Term	28,701 68
Dividends	41,020 19	41,020 19	Short Term	1,167 24
Other Disbursements	8,462 03-	8,462 03-	Total Gains / Losses	29,868.92
Fees	1,867 38-	1,867 38-		
Buys	43,091 23-	43,091 23-		
Sells	6,455 82	6,455 82		
Change In Market Value	1,008,045 63	1,008,045 63		
Ending Market Value	1,008,045.63	1,008,045.63		

List Of Related Accounts

This Report Consolidates The Assets Of
The Following Accounts.

Account	Name	Market Value	Market Value %
9812000054	LEVI WILLIAMS CHARITABLE TRUST FBO CARSON NEWMAN COLLEGE ENDOWMENT FUND U/A/D 08/19/1994 AS AMENDED & RESTATED 11/22/2000	578.25	0.06 %
9812000081	LEVI WILLIAMS CHARITABLE TRUST FBO CARSON NEWMAN COLLEGE ENDOWMENT FUND U/A/D 08/19/1994 AS AMENDED & RESTATED 11/22/2000	1,007,467.38	99.94 %
TOTAL MARKET VALUE		1,008,045.63	100.00

Income Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
INCOME CASH			32,479.99			
			32,479.99			
** Total Miscellaneous		Sub- Total	32,479.99		0.00	0.00
			32,479.99		0.00	
* Total Cash			32,479.99		0.00	0.00
			32,479.99		0.00	
Total Income Assets			32,479.99		0.00	0.00
			32,479.99		0.00	

Principal Portfolio Statement

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Cash						
Miscellaneous						
PRINCIPAL CASH			32,479.99 - 32,479.99 -			
** Total Miscellaneous		Sub-Total	32,479.99 - 32,479.99 -		0.00 0.00	0.00
* Total Cash			32,479.99 - 32,479.99 -		0.00 0.00	0.00

Cash Equivalents

90262Y737						
UBS RMA GOVERNMENT MONEY MARKET FUND	RMGXX	578.250	578.25 578.25	1.00 1.00	0.01	
* Total Cash Equivalents			578.25 578.25		0.00 0.01	0.00

Description	Rating	Par Value	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Yield Current/ Maturity
Fixed Income - Taxable						
72201M552						
PIMCO TOTAL RETURN P		26,773.893	268,542.15 284,822.26	10.03 10.64	8,005.39 667.12	2.98
* Total Fixed Income - Taxable			268,542.15 284,822.26		8,005.39 667.12	2.98

Description	Ticker	Shares	Total Market/ Total Cost	Market Price/ Cost Price	Est Annual Income/ Accrued Inc	Current Yield
Equities						
19765H230						
COLUMBIA MARSICO FOCUSED EQUITIES Z	NFEPX	13,098.478	204,336.26 216,834.48	15.60 16.55		
245914403						
DELAWARE INTL VALUE EQUITY INSTL	DEQIX	16,276.564	211,595.33 162,751.30	13.00 10.00	4,882.97	2.31
277902698						
EATON VANCE ATLANTA CAPITAL SMID-CAP I	EISMX	3,518.514	97,990.61 32,562.51	27.85 9.25		
544001605						
LORD ABBETT AFFILIATED F	LAAFX	14,686.882	225,003.03 173,840.46	15.32 11.84	5,507.58	2.45
* Total Equities			738,925.23 585,988.75		10,390.55 0.00	1.41
Total Principal Assets			975,565.64 838,909.27		18,395.94 667.13	1.89