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Return of Private Foundation

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

2016

Open to Public Inspection

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.

For calendar year 2016 or tax year beginning

, and ending

Name of foundation LONGSTRETH L FBO ET AL 4947 TUW			A Employer identification number 23-6211834	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117			Room/suite 27101	
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101			B Telephone number (see instructions) (888) 730-4933	
Foreign country name 			C If exemption application is pending, check here ► <input type="checkbox"/>	
Foreign province/state/county 			D 1. Foreign organizations, check here ► <input type="checkbox"/>	
Foreign postal code 			2. Foreign organizations meeting the 85% test, check here and attach computation ► <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 checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 3,051,239 (Part I, column (d) must be on cash basis)			J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) 	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	53,029	51,048	POSTMARK	RECEIVED
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B	39,172	MAY 05 17	MAY 09 17	
	3 Interest on savings and temporary cash investments	39,172			
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a	932,228			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	92,201	90,220	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	37,424	28,068	9,356	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	1,090		1,090	
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	525	525		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	39,039	28,593	0	10,446
	Add lines 13 through 23	155,000			155,000
	25 Contributions, gifts, grants paid	194,039	28,593	0	165,446
	26 Total expenses and disbursements. Add lines 24 and 25	-101,838	61,627	0	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)				

R

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	116,324	147,529	147,529
	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)			
	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)	2,804,329	2,668,475	2,903,710
	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)	2,920,653	2,816,004	3,051,239
Net Assets or Fund Balances	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)	0	0	
	23	Total liabilities (add lines 17 through 22)			
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	2,920,653	2,816,004	
	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)	2,920,653	2,816,004	
	31	Total liabilities and net assets/fund balances (see instructions)	2,920,653	2,816,004	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,920,653
2	Enter amount from Part I, line 27a	2	-101,838
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	1,134
4	Add lines 1, 2, and 3	4	2,819,949
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	3,945
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,816,004

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 See Attached Statement					
a					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
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	39,172	
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	0	

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?

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

 Yes No

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	174,433	3,225,509	0.054079
2014	160,633	3,409,575	0.047112
2013	150,072	3,300,477	0.045470
2012	155,344	3,151,223	0.049296
2011	146,255	3,183,752	0.045938

2 Total of line 1, column (d)	2	0.241895
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048379
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,971,450
5 Multiply line 4 by line 3	5	143,756
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	616
7 Add lines 5 and 6	7	144,372
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	165,446

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

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments:

a 2016 estimated tax payments and 2015 overpayment credited to 2016

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ►

6a	707		
6b			
6c			
6d			
7	707		
8			
9	0		
10	91		
11	0		

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*1c Did the foundation file **Form 1120-POL** for this year?1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____

1e 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*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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b 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.

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?

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*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

PA8b 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*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*10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8b	X	
9	X	
10	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933 ZIP+4 ► 27101		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A	► X
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 ►	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b		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?	1c		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).					
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	37,424		

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				

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 (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		
Total number of others receiving over \$50,000 for professional services		►

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

► 0 Form 990-PF (2016)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,914,561
b	Average of monthly cash balances	1b	102,140
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,016,701
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	
3	Subtract line 2 from line 1d	3	3,016,701
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	45,251
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,971,450
6	Minimum investment return. Enter 5% of line 5	6	148,573

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	148,573
2a	Tax on investment income for 2016 from Part VI, line 5	2a	616
b	Income tax for 2016. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	616
3	Distributable amount before adjustments Subtract line 2c from line 1	3	147,957
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	147,957
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	147,957

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	165,446
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	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	165,446
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	6	616
6	Adjusted qualifying distributions. Subtract line 5 from line 4		164,830

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				147,957
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only				152,904
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 165,446				
a Applied to 2015, but not more than line 2a				152,904
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2016 distributable amount				
e Remaining amount distributed out of corpus				12,542
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				0
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)				135,415
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9.				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part 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)				
<i>a Paid during the year</i>				
See Attached Statement				
Total			► 3a	155,000
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Line	Enter gross amounts unless otherwise indicated.		Unrelated business income	Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)
1	Program service revenue				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
2	Membership dues and assessments				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities				
5	Net rental income or (loss) from real estate				
a	Debt-financed property				
b	Not debt-financed property				
6	Net rental income or (loss) from personal property				
7	Other investment income				
8	Gain or (loss) from sales of assets other than inventory				
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)		0	92,201	0
13	Total. Add line 12, columns (b), (d), and (e)			13	92,201

(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	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

EASTER SEALS OF SOUTHEASTERN PA

Street

3975 CONSHOHOCKEN AVENUE

City PHILADELPHIA	State PA	Zip Code 19131	Foreign Country
Relationship NONE	Foundation Status PC		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 31,000
--	------------------

Name

INGLIS HOUSE

Street

2600 BELMONT AVENUE

City PHILADELPHIA	State PA	Zip Code 19131	Foreign Country
Relationship NONE	Foundation Status PC		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 31,000
--	------------------

Name

NORTHERN CHILDRENS SERVICES

Street

5301 RIDGE AVENUE

City PHILADELPHIA	State PA	Zip Code 19128	Foreign Country
Relationship NONE	Foundation Status PC		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 31,000
--	------------------

Name

CHILDREN'S HOSP OF PHILADELPHIA

Street

34TH STREET & CIVIC CENTER BLVD

City PHILADELPHIA	State PA	Zip Code 19014	Foreign Country
Relationship NONE	Foundation Status PC		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 31,000
--	------------------

Name

CHAPIN MEMORIAL FOR HOME AGED BLIND

Street

620 LIBERTY AVENUE, 77TH FLOOR

City PHILADELPHIA	State PA	Zip Code 15222	Foreign Country
Relationship NONE	Foundation Status PC		

Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 31,000
--	------------------

Name

Street

City	State	Zip Code	Foreign Country
Relationship	Foundation Status		

Purpose of grant/contribution	Amount

Part I, Line 6 (990-PF) • Gain/Loss from Sale of Assets Other Than Inventory

Amount		Long Term CG Distributions			Short Term CG Distributions			Long Term CG Distributions			Short Term CG Distributions				
		0			54,982			0			0				
Description		CUSIP #	Check "X" to include in Part IV	Purchaser	Business	Check "X" if Purchaser is a Business	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	AMER CENT SMALL CAP GRV	0250803320	X				7/24/2015	4/20/2016	2,162	2,593			0	-.431	
2	AMER CENT SMALL CAP GRV	0250803320	X				7/24/2015	5/11/2016	28,331	35,511			0	-.880	
3	ARTISAN INTERNATIONAL FCI	04314H402	X				1/30/2015	4/20/2016	2,955	3,183			0	-.228	
4	ARTISAN INTERNATIONAL FCI	04314H402	X				1/30/2015	5/11/2016	10,800	11,513			0	-.913	
5	ARTISAN INTERNATIONAL FCI	04314H402	X				10/24/2014	5/11/2016	4,082	4,309			0	.221	
6	ARTISAN INTERNATIONAL FCI	04314H402	X				10/24/2014	8/23/2016	1,076	2,203			0	.42	
7	AOR MANAGED FUTURES ST	00203H859	X				7/12/2013	8/23/2016	2,281	2,656			0	.78	
8	ASG GLOBAL ALTERNATIVES	63872TB885	X				7/20/2014	1/20/2016	2,986	2,586			0	.3770	
9	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	8/23/2016	20,851	21,083			0	-.220	
10	NEUBERGER BERMAN LONG	64128R608	X				12/29/2014	4/20/2016	21,034	24,158			0	-.212	
11	OPPENHEIMER DEVEL OPING	6833914604	X				1/31/2013	4/20/2016	71	81			0	-.10	
12	OPPENHEIMER DEVEL OPING	6833914604	X				1/31/2013	8/23/2016	9,810	10,393			0	-.783	
13	OPPENHEIMER DEVELOPING	6833914604	X				3/20/2015	8/23/2016	37,29	39,279			0	-.1,850	
14	OPPENHEIMER DEVEL OPING	6833914604	X				1/30/2015	8/23/2016	60,267	62,919			0	-.652	
15	OPPENHEIMER DEVELOPING	6833914604	X				6/20/2014	8/23/2016	2,913	2,913			0	0	
16	ARTISAN INTERNATIONAL FCI	04314H402	X				3/30/2012	8/23/2016	15,050	12,197			0	-.184	
17	ARTISAN INTERNATIONAL FCI	04314H402	X				1/22/2016	8/23/2016	8,100	5,698			0	4.04	
18	ARTISAN INTERNATIONAL FCI	04314H402	X				4/23/2012	8/23/2016	22,001	17,323			0	4,878	
19	ARTISAN MID CAP FUND/INS	04314H600	X				1/22/2014	8/23/2016	9,210	13,361			0	-.802	
20	ARTISAN MID CAP FUND/INS	04314H600	X				1/22/2015	4/20/2016	2,525	3,127			0	-.738	
21	ARTISAN MID CAP FUND/INS	04314H600	X				7/24/2015	8/23/2016	4,884	5,620			0	-.249	
22	BLACKROCK GLASS CREDIT	0811938732	X				1/22/2015	4/20/2016	4,783	4,783			0	0	
23	CREDIT SUISSE COMM RET	22544R305	X				6/11/2012	8/23/2016	12,799	19,155			0	8,359	
24	CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/23/2016	11,159	16,503			0	5,344	
25	CREDIT SUISSE COMM RET	22544R305	X				1/22/2014	8/23/2016	9,210	13,361			0	4,151	
26	DODGE & COX INTL STOCK	258208103	X				1/22/2015	4/20/2016	10,795	12,488			0	-.691	
27	DODGE & COX INTL STOCK	258208103	X				1/22/2015	8/23/2016	5,111	6,160			0	-.692	
28	DODGE & COX INTL STOCK	258208103	X				11/13/2015	5/11/2016	1,104	1,343			0	-.31	
29	DODGE & COX INTL STOCK	258208103	X				9/30/2012	8/23/2016	3,938	3,137			0	-.5	
30	DODGE & COX INTL STOCK	258208103	X				1/30/2015	8/23/2016	13,729	15,000			0	-.1,271	
31	DODGE & COX INTL STOCK	258208103	X				11/13/2015	8/23/2016	439	442			0	-.3	
32	JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	4/20/2016	10,615	11,167			0	-.552	
33	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	8/23/2016	2,585	2,816			0	-.692	
34	JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	8/23/2016	978	981			0	-.3	
35	JP MORGAN MID CAP VALUE	339128100	X				1/22/2015	8/23/2016	2,317	2,308			0	-.11	
36	HARBOR CAPITAL APPLICATN	411511504	X				7/24/2015	4/20/2016	30,317	34,271			0	-.3,954	
37	HARBOR CAPITAL APPLICATN	411511504	X				9/28/2015	4/20/2016	5,358	5,818			0	-.482	
38	MFS VALUE FUND-CLASS #301	532983894	X				7/22/2015	4/20/2016	52,168	53,327			0	-.1,159	
39	MERGER FUND-INST #301	589509207	X				6/11/2012	1/20/2016	1,579	1,666			0	-.87	
40	MEI WEST TOTAL RETURNE	592305509	X				1/22/2015	1/20/2016	12,958	13,013			0	-.355	
41	MEI WEST TOTAL RETURNE	592305509	X				1/22/2015	8/23/2016	30,200	30,100			0	-.82	
42	AGS GLOBAL ALTERNATIVES	63872TB885	X				3/20/2015	1/20/2016	2,11	3,204			0	-.493	
43	AGS GLOBAL ALTERNATIVES	63872TB885	X				1/30/2015	1/20/2016	839	942			0	-.103	
44	AGS GLOBAL ALTERNATIVES	63872TB885	X				7/22/2013	8/23/2016	3,316	3,938			0	-.622	
45	DODGE & COX INTL STOCK	258208103	X				4/23/2012	8/23/2016	36,927	31,932			0	6,999	
46	DODGE & COX INCOME FD C	258210105	X				7/24/2015	4/20/2016	4,302	4,318			0	0	
47	DODGE & COX INCOME FD C	258210105	X				4/23/2012	8/23/2016	707	690			0	17	
48	DODGE & COX INCOME FD C	258210105	X				7/24/2015	8/23/2016	20,619	20,034			0	485	
49	DODGE & COX INCOME FD C	258210105	X				8/14/2015	8/23/2016	4,422	4,346			0	76	
50	DODGE & COX INCOME FD C	258210105	X				3/30/2012	8/23/2016	17,750	17,254			0	496	
51	EATON VANCE GLOBAL MAC	277923128	X				10/27/2015	1/20/2016	2,282	2,317			0	-.55	
52	DODGE & COX INCOME FD C	258210105	X				7/24/2015	1/20/2016	11,205	11,552			0	-.347	
53	FID ADV EMER MKTS INC- CL	315920702	X				1/30/2015	1/20/2016	645	700			0	-.55	
54	FID ADV EMER MKTS INC- CL	315920702	X				7/24/2015	1/20/2016	3,313	3,531			0	-.278	
55	FID ADV EMER MKTS INC- CL	315920702	X				10/11/2013	4/20/2016	1,898	1,956			0	-.58	
56	T ROWE PRICE SHORT TERM	77957P105	X				8/10/2015	1/20/2016	4,187	4,223			0	-.38	
57	T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	2,281	2,307			0	-.26	
58	T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	4/20/2016	33,049	33,152			0	-.103	
59	T ROWE PRICE SHORT TERM	77957P105	X				4/19/2012	4/20/2016	7,675	8,643			0	-.1,033	
60	T ROWE PRICE REAL ESTAT	779919109	X				4/19/2012	8/23/2016	1,203	1,028			0	1,032	
61	SPDR DJ WILSHIRE INDEX	78483X983	X				3/20/2015	4/20/2016	9,889	10,198			0	-.175	
62	SPDR DJ WILSHIRE INDEX	78483X983	X				6/20/2014	4/20/2016	5,875	6,409			0	-.229	
63	SPDR DJ WILSHIRE INDEX	78483X983	X				3/18/2015	4/20/2016	31,228	34,078			0	-.534	
64	SPDR DJ WILSHIRE INDEX	78483X983	X				4/19/2012	4/20/2016	24,144	25,177			0	-.2,031	
65	SPDR DJ WILSHIRE INDEX	78483X983	X				4/19/2012	4/20/2016	7,675	8,643			0	-.1,033	
66	SPDR DJ WILSHIRE INDEX	78483X983	X				4/19/2012	8/23/2016	1,203	1,028			0	1,032	
67	BOSTON P LUG SHRT RES- IN	74925K546	X				12/24/2015	4/20/2016	1,822	1,782			0	-.229	
68	STERLING CAPITAL STRATC	85917K546	X				10/24/2016	2/20/2016	282	327			0	-.534	
69	STERLING CAPITAL STRATC	85917K546	X				12/20/2016	4/20/2016	6,204	6,409			0	-.2,857	
70	VANGUARD RET VIFER	922908553	X				12/20/2015	1/20/2016	381	437			0	-.70	
71	VANGUARD RET VIFER	922908553	X				3/18/2015	4/20/2016	7,625	8,543			0	-.918	

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Part I, Line 16b (990-PF) - Accounting Fees

	1,090	0	0	1,090
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 TAX PREP FEES	1,090			1,090

Part I, Line 18 (990-PF) - Taxes

		525	525	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	525	525		

Part II, Line 13 (990-PF) - Investments - Other

1	Asset Description	2	Basis of Valuation	3	Book Value Beg. of Year	4	Book Value End of Year	5	FMV End of Year
1					0		0		
2	FID ADV EMER MKTS INC- CL1 607				0		177,372		178,460
3	T ROWE PRICE REAL ESTATE FD 122				0		56,484		58,964
4	EATON VANCE GLOBAL MACRO - I				0		93,281		92,477
5	DODGE & COX INTL STOCK FD 1048				0		84,717		108,232
6	AMER CENT SMALL CAP GRWTH INST 334				0		97,182		97,262
7	MFS VALUE FUND-CLASS 1893				0		308,164		372,459
8	JP MORGAN MID CAP VALUE-1758				0		110,105		136,115
9	STERLING CAPITAL STRATTON SMALL CA				0		89,057		98,785
10	ASG GLOBAL ALTERNATIVES-Y 1993				0		61,951		56,420
11	VANGUARD REIT VIPER				0		31,425		43,658
12	AQR MANAGED FUTURES STR-I				0		93,233		84,694
13	VANGUARD INFLAT-PROT SEC'S ADM 511				0		14,601		14,062
14	JP MORGAN HIGH YIELD FUND SS 3580				0		132,635		131,295
15	T ROWE PRICE INST FLOAT RATE 170				0		54,735		54,641
16	OPENHEIMER DEVELOPING MKT-I 799				0		117,474		118,837
17	INV BALANCE RISK COMM STR-Y 8611				0		30,979		30,485
18	BLACKROCK GL L/S CREDIT-INS #1833				0		111,624		110,238
19	SPDR DJ WILSHIRE INTERNATIONAL REA				0		39,954		40,374
20	ROBECO BP LNGISHRT RES-INS				0		22,961		23,559
21	NEUBERGER BERMAN LONG SH-INS #183				0		54,629		54,587
22	CREDIT SUISSE COMM RT ST-CO 2156				0		36,751		31,536
23	DODGE & COX INCOME FD COM 147				0		121,709		121,624
24	HARBOR CAPITAL APRCTN-INST 2012				0		254,463		366,359
25	ARTISAN INTERNATIONAL FD 1662				0		81,934		98,119
26	MERGER FUND-INST #301				0		54,625		54,583
27	ARTISAN MID CAP FUND-INSTL 1333				0		126,728		123,102
28	METWEST TOTAL RETURN BOND CL 151				0		209,702		202,783

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	MUTUAL FUND TIMING DIFFERENCE	1	910
2	FEDERAL EXCISE TAX REFUND	2	224
3	Total	3	1,134

Line 5 - Decreases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	718
2	MUTUAL FUND TIMING DIFFERENCE	2	1,883
3	PY RETURN OF CAPITAL ADJUSTMENT	3	1,344
4	Total	4	3,945

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Name		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation SEE ATTAC	Benefits	Expense Account
Wells Fargo Bank N A	Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE		3,424		
1										37,424	0	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	707
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	707

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	152,904
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	152,904

Supplemental Information:

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

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.