Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► **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.*

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , 2016, and ending ,

THE MARSHA SHANKLIN FOUNDATION
404 E. GUADALUPE
VICTORIA, TX 77901

A Employer identification number: 26-3034927

B Telephone number (see instructions): (361) 576-0330

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 ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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, column (c), line 16)* ► $ 2,589,689.

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)
REVENUE	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	7.	7.	N/A	
	4 Dividends and interest from securities	76,112.	76,112.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,603.			
	b Gross sales price for all assets on line 6a 331,621.				
	7 Capital gain net income (from Part IV, line 2)		11,603.		
	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) SEE STATEMENT 1	30,085.	30,085.		
	12 **Total.** Add lines 1 through 11	117,807.	117,807.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 2	1,500.	1,500.		
	b Accounting fees (attach sch) SEE ST 3	1,500.	1,500.		
	c Other professional fees (attach sch) SEE ST 4	20,615.	20,615.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 5	4,149.	3,253.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 6	1,375.	1,375.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	29,139.	28,243.		
	25 Contributions, gifts, grants paid PART XV	137,770.			137,770.
	26 **Total expenses and disbursements.** Add lines 24 and 25	166,909.	28,243.		137,770.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-49,102.			
	b **Net investment income** (if negative, enter -0-)		89,564.		
	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	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	17,697.	22,689.	22,689.
	2 Savings and temporary cash investments	72,398.	70,274.	70,274.
	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 sch) ►			
	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)	2,327,534.	2,380,707.	2,380,707.
	c Investments – corporate bonds (attach schedule)			
	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 ► SEE STATEMENT 7)	4,212.	3,316.	116,019.
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	2,421,841.	2,476,986.	2,589,689.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,421,841.	2,476,986.	
	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			
	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)	2,421,841.	2,476,986.	
	31 Total liabilities and net assets/fund balances (see instructions)	2,421,841.	2,476,986.	

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	2,421,841.
2	Enter amount from Part I, line 27a	2	-49,102.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 8	3	104,247.
4	Add lines 1, 2, and 3	4	2,476,986.
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	2,476,986.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	STATEMENT ATTACHED	P	VARIOUS	VARIOUS
b	STATEMENT ATTACHED	P	VARIOUS	VARIOUS
c	STATEMENT ATTACHED	P	3/26/10	VARIOUS
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	37,275.		32,227.	5,048.
b	227,853.		225,589.	2,264.
c	66,493.		62,202.	4,291.
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				5,048.
b				2,264.
c				4,291.
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** 11,603.

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** 5,048.

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	150,000.	2,784,178.	0.053876
2014	148,700.	3,135,329.	0.047427
2013	104,000.	3,086,888.	0.033691
2012	142,500.	2,623,070.	0.054326
2011	134,935.	2,609,723.	0.051705

2	**Total** of line 1, column (d)	2	0.241025
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	0.048205
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,558,470.
5	Multiply line 4 by line 3	5	123,331.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	896.
7	Add lines 5 and 6	7	124,227.
8	Enter qualifying distributions from Part XII, line 4	8	137,770.

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

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

1 a 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. ► [X] and enter 1% of Part I, line 27b		1	896.
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	896.
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	896.
6 Credits/Payments:			
a 2016 estimated tax pmts and 2015 overpayment credited to 2016.	6a 4,208.		
b Exempt foreign organizations – tax withheld at source.	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	4,208.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ►		9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►		10	3,312.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax ► 3,312.	Refunded ►	11	0.

Part VII-A Statements Regarding Activities

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

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?	13	X	

Website address ► N/A

14 The books are in care of ► MYRA M. STARKEY Telephone no. ► (361) 576-0330

Located at ► 404 W. GUADALUPE VICTORIA TX ZIP + 4 ► 77901

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If 'Yes,' enter the name of the foreign country ►			

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
1 a	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)?	1 b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1 c		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 ► 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.)	2 b	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__			
3 a	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.)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		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?	4 b		X

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

5 a 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)? **5 b** N/A

Organizations 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? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945–5(d).

6 a 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? **6 b** No: X

If 'Yes' to 6b, file Form 8870

7 a 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? N/A **7 b**

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
JOHN TROSCLAIR 16961 WILSON RD TYLER, TX 75707	PRESIDENT 1.00	0.	0.	0.
GAIL ATKINSON 1150 DEVEREUX DRIVE LEAGUE CITY, TX 77573	VICE PRES 1.00	0.	0.	0.
MYRA STARKEY 404 W. GUADALUPE VICTORIA, TX 77901	SEC-TREAS 3.00	0.	0.	0.
JANET RUSSELL 210 TURTLE ROCK VICTORIA, TX 77904	TRUSTEE 1.00	0.	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				

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	►	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** (see instructions)

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	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,378,743.
b	Average of monthly cash balances	1b	102,659.
c	Fair market value of all other assets (see instructions)	1c	116,029.
d	**Total** (add lines 1a, b, and c)	1d	2,597,431.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,597,431.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	38,961.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,558,470.
6	**Minimum investment return.** Enter 5% of line 5	6	127,924.

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	127,924.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 896.		
b	Income tax for 2016 (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	896.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	127,028.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	127,028.
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	127,028.

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	137,770.
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:		
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	137,770.
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	896.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	136,874.

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				127,028.
2 Undistributed income, if any, as of the end of 2016:				
a Enter amount for 2015 only			137,770.	
b Total for prior years: 20 __, 20 __, 20 __		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: ▶ $ 137,770.				
a Applied to 2015, but not more than line 2a			137,770.	
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				0.
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 instructions			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				127,028.
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 (see instructions)	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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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*				
CITY OF VICTORIA 700 MAIN CENTER, SUITE 100 VICTORIA TX 77901			PARK IMPROVEMENTS	137,770.
Total . . . . ► **3a**				137,770.
b *Approved for future payment*				
Total . . . . ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	7.	
4 Dividends and interest from securities			14	76,112.	
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			18	11,603.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OIL & GAS ROYALTIES			15	30,085.	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				117,807.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 117,807.

(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)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2 a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date: 5-2-17 | Title: SEC-TREAS

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

Paid Preparer Use Only

Print/Type preparer's name: JACK R. MORRISON, JR.	Preparer's signature: Jack Morrison	Date: 5-8-17	Check ☐ if self-employed	PTIN: P00047019
Firm's name ► BUMGARDNER, MORRISON & COMPANY, LLP			Firm's EIN ► 74-1194944	
Firm's address ► 1501 E MOCKINGBIRD LN STE 300 VICTORIA, TX 77903			Phone no (361) 575-0271	

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OIL & GAS ROYALTIES	$ 30,085.	$ 30,085.	
TOTAL	$ 30,085.	$ 30,085.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SPROUSE SHRADER SMITH, PC	$ 1,500.	$ 1,500.		
TOTAL	$ 1,500.	$ 1,500.		$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUMGARDNER MORRISON & CO, LLP	$ 1,500.	$ 1,500.		
TOTAL	$ 1,500.	$ 1,500.		$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WELLS FARGO ADVISORS	$ 20,615.	$ 20,615.		
TOTAL	$ 20,615.	$ 20,615.		$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AD VALOREM TAXES	$ 1,697.	$ 1,697.		
EXCISE TAX	896.			
FOREIGN TAXES	305.	305.		
SEVERANCE TAXES	1,251.	1,251.		
TOTAL	$ 4,149.	$ 3,253.		$ 0.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOOKKEEPING SERVICES	$ 350.	$ 350.		
INSURANCE	1,011.	1,011.		
OFFICE SUPPLIES	14.	14.		
TOTAL	$ 1,375.	$ 1,375.		$ 0.

STATEMENT 7
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
EXCISE TAX OVERPAYMENT	$ 3,312.	$ 3,312.
MINERAL INTERESTS	4.	112,707.
TOTAL	$ 3,316.	$ 116,019.

STATEMENT 8
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NET UNREALIZED GAINS OR LOSSES ON INVESTMENTS	$ 104,247.
TOTAL	$ 104,247.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME:
CARE OF: MYRA STARKEY
STREET ADDRESS: 404 W. GUADALUPE

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

CITY, STATE, ZIP CODE:	VICTORIA, TX 77901
TELEPHONE:	
E-MAIL ADDRESS:	
FORM AND CONTENT:	GRANT APPLICATIONS SHOULD BE SUBMITTED IN WRITING, SHOULD INCLUDE BIOGRAPHICAL INFORMATION ABOUT THE PROSPECTIVE GRANTEE AND MUST INCLUDE SATISFACTORY EVIDENCE TO ASSURE OUR TRUSTEES THAT THE APPLICANT IS A QUALIFIED ORGANIZATION TO WHICH THE SHANKLIN FOUNDATION MAY PROVIDE FUNDS IN ACCORDANCE WITH PERTINENT INTERNAL REVENUE SERVICE CODE SECTIONS AND REGULATIONS. THE APPLICANT SHOULD ALSO SPECIFY THE AMOUNT OF FUNDS REQUESTED, THE INTENDED USE OF THE FUNDS AND THE ANTICIPATED LENGTH OF TIME WITHIN WHICH THE FUNDS WILL BE EXPENDED.
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	

CORPORATE STOCK (FORM 990-PF)[O]

STOCKS & MUTUAL FUNDS		$ 2,327,534.
	TOTAL	$ 2,327,534.

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER· 4065-5580

Additional information

	THIS PERIOD	THIS YEAR
Gross proceeds	0.00	331,621 16

Portfolio detail

Cash and Sweep Balances

Sweep Balances - You have the right, in the course of normal business operations, to withdraw balances in the Bank Deposit Sweep or redeem shares of the money market mutual fund used in the sweep, subject to any open commitments in any of your accounts and have the proceeds returned to your accounts or remitted to you. Note, however, that as required by federal banking regulations, the banks in the Bank Deposit Sweep reserve the right to require seven days prior notice before permitting a transfer out of the Bank Deposit Sweep. In addition, the money market mutual funds in the sweep reserve the right to require one or more day's prior notice before permitting withdrawals

Bank Deposit Sweep - Consists of monies held at Wells Fargo Bank, N A. and (if amounts exceed $250,000) at one or more other Wells Fargo affiliated banks These assets are not covered by SIPC, but are instead eligible for FDIC insurance of up to $250,000 per depositor, per institution, in accordance with FDIC rules For additional information on the Bank Deposit Sweep for your account, please contact Your Financial Advisor.

DESCRIPTION	ANNUAL PERCENTAGE YIELD EARNED*	CURRENT MARKET VALUE	ESTIMATED ANNUAL INCOME
Cash	0.00	288 00	0.00
BANK DEPOSIT SWEEP	0 01	69,985.54	6.99
Interest Period 12/01/16 - 12/31/16			
Total Cash and Sweep Balances		**$70,273.54**	**$6.99**

* APYE measures the total amount of the interest paid on an account based on the interest rate and the frequency of the compounding during the interest period The annual percentage yield earned is expressed as an annualized rate, based on a 365 day year

Stocks, options & ETFs

Stocks and ETFs

This section may include foreign equity securities that may be denominated in currencies other than US dollars The amounts, annual income and annual yield on your statement for such securities will be estimated based on prevailing exchange rates and the amount does not necessarily reflect the rate you will receive if converted to US dollars The "Quantity" field reflects total shares held, regardless of the currency in which your shares are denominated. Please contact Your Financial Advisor if you have additional questions regarding your foreign security holdings.

							ESTIMATED	
DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ANNUAL INCOME	ANNUAL YIELD (%)
AFLAC INC AFL Acquired 08/15/14	300	59.60	17,882 97	69 6000	20,880 00	2,997 03	516 00	2 47

WELLS FARGO

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
ALLERGAN PLC AGN Acquired 04/06/16	100	244.34	24,434 50	210.0100	21,001.00	-3,433.50	280.00	1 33
ALPHABET INC NON VOTING CAP STK CL C GOOG Acquired 08/18/14	40	584.21	23,368 40		30,872 80	7,504.40		
Acquired 01/14/15	20	499.39	9,987.80		15,436 40	5,448.60		
Total	**60**	**$555.94**	**$33,356.20**	**771.8200**	**$46,309.20**	**$12,953.00**	N/A	N/A
AMAZON COM INC AMZN Acquired 11/14/16	30	729.21	21,876.30	749.8700	22,496.10	619.80	N/A	N/A
AMGEN INC AMGN Acquired 05/15/07 nc	500	55.31	27,655.00	146.2100	73,105 00	45,450 00	2,300 00	3.14
APPLE INC AAPL Acquired 08/18/14	200	99.19	19,839.10	115.8200	23,164.00	3,324.90	456.00	1.96
BARCLAYS PLC ADR BCS Acquired 08/05/16	2,000	8.05	16,105.00	11.0000	22,000.00	5,895.00	614.00	2.79
CAPITAL PRODUCT PARTNERS LP CPLP Acquired 07/01/11	1,900	5.83 9.15	11,087.36 17,385.00		6,042.00	-5,045.36		
Acquired 07/01/11	100	5 78 9.10	578 56 910.00		318 00	-260 56		
Acquired 01/07/14	1,000	8.96 10.44	8,960.39 10,440 00		3,180.00	-5,780 39		
Acquired 11/04/15	1,000	6.82 6.89	6,821.90 6,896.90		3,180.00	-3,641.90		
Acquired 01/15/16	2,000	3.61 3.69	7,235.00 7,385.00		6,360.00	-875 00		
Total	**6,000**	**$5.78** **$7.17**	**$34,683.21** **$43,016.90**	**3.1800**	**$19,080.00**	**-$15,603.21**	**$1,800.00**	**9.43**

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
COCA-COLA COMPANY								
KO								
Acquired 04/27/06 nc	136	0.02	3,829.08		5,638 56	1,809 48		
Acquired 07/21/06 nc	200	0 02	5,631 00		8,292.00	2,661.00		
Acquired 07/21/06 nc	400	0 02	11,262 00		16,584.00	5,322.00		
Acquired 07/28/06 nc	400	0 02	11,262 00		16,584 00	5,322 00		
Acquired 12/06/06 nc	64	0.02	1,801 92		2,653 44	851 52		
Total	**1,200**	**$28.16**	**$33,786.00**	**41.4600**	**$49,752.00**	**$15,966.00**	**$1,680.00**	**3.38**
COLGATE-PALMOLIVE CO								
CL								
Acquired 09/24/04 nc	340	0.03	11,883 00		22,249 60	10,366 60		
Acquired 07/21/06 nc	400	0 03	13,980 00		26,176.00	12,196.00		
Acquired 12/06/06 nc	30	0.03	1,048 50		1,963.20	914 70		
Acquired 02/06/07 nc	20	0 03	699 00		1,308.80	609.80		
Acquired 08/02/07 nc	10	0.03	349.50		654.40	304.90		
Total	**800**	**$34.95**	**$27,960.00**	**65.4400**	**$52,352.00**	**$24,392.00**	**$1,248.00**	**2.38**
CONFORMIS INC								
CFMS								
Acquired 07/28/15	500	22 38	11,194.80		4,050.00	-7,144 80		
Acquired 11/05/15	500	22 94	11,474 95		4,050 00	-7,424 95		
Total	**1,000**	**$22.67**	**$22,669.75**	**8.1000**	**$8,100.00**	**-$14,569.75**	**N/A**	**N/A**
COSTCO WHSL CORP NEW nc	400	61.22**	24,490 41	160 1100	64,044 00	39,553.59	720.00	1.12
COM								
COST								
DIAGEO PLC								
SPONSORED ADR NEW								
DEO								
Acquired 03/26/10 nc	500	66.47	33,239.50	103 9400	51,970.00	18,730 50	1,558 00	2.99
DISNEY WALT COMPANY								
DIS								
Acquired 07/10/03 nc	207	30.51	6,316 66		21,573 54	15,256.88		
Acquired 04/21/05 nc	93	30 51	2,837.92		9,692.46	6,854.54		
Acquired 07/28/06 nc	200	34 04	6,808 00		20,844 00	14,036.00		
Acquired 12/01/06 nc	300	34 04	10,212 00		31,266 00	21,054 00		
Total	**800**	**$32.72**	**$26,174.58**	**104.2200**	**$83,376.00**	**$57,201.42**	**$1,248.00**	**1.50**

WELLS FARGO ADVISORS

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER. 4065-5580

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
EMERSON ELECTRIC CO EMR								
Acquired 07/30/15	200	52.11	10,422.00		11,150.00	728.00		
Acquired 07/30/15	200	52 10	10,420 60		11,150.00	729.40		
Acquired 07/30/15	100	52.10	5,210.50		5,575 00	364.50		
Total	**500**	**$52.11**	**$26,053.10**	**55.7500**	**$27,875.00**	**$1,821.90**	**$960.00**	**3.44**
EXXON MOBIL CORP XOM								
Acquired 03/26/10 nc	400	66 39	26,559 60	90 2600	36,104.00	9,544 40	1,200 00	3.32
GENERAL MILLS INC GIS								
Acquired 03/26/10 nc	400	35.22	14,089.96	61.7700	24,708 00	10,618 04	768.00	3 10
GLAXOSMITHKLINE PLC-ADR GSK								
Acquired 01/15/16	500	38 96	19,482.50		19,255.00	-227.50		
Acquired 01/15/16	200	38.96	7,793 20		7,702 00	-91 20		
Total	**700**	**$38.97**	**$27,275.70**	**38.5100**	**$26,957.00**	**-$318.70**	**$1,446.90**	**5.37**
HANESBRANDS INC HBI								
Acquired 06/27/16	800	25 07	20,063 92		17,256.00	-2,807.92		
Acquired 10/18/16	500	24 35	12,179 90		10,785 00	-1,394.90		
Total	**1,300**	**$24.80**	**$32,243.82**	**21.5700**	**$28,041.00**	**-$4,202.82**	**$572.00**	**2.04**
INTERNATIONAL BUSINESS MACHINE CORP IBM								
Acquired 09/19/12	200	206.89	41,378.40	165.9900	33,198.00	-8,180.40	1,120.00	3.37
JOHNSON & JOHNSON JNJ								
Acquired 07/01/98 nc	31	0.06	2,008.49		3,571.51	1,563.02		
Acquired 12/01/03 nc	200	0.06	12,958 00		23,042 00	10,084 00		
Acquired 08/11/06 nc	200	0 06	12,958.00		23,042.00	10,084.00		
Acquired 03/06/07 nc	25	0 06	1,619 75		2,880 25	1,260.50		
Acquired 12/16/10 nc	323	62.32	20,131.33		37,212 83	17,081.50		
Reinvestments nc	21	65.78	1,381.39		2,419.41	1,038.02		
Total	**800**	**$63.82**	**$51,056.96**	**115.2100**	**$92,168.00**	**$41,111.04**	**$2,560.00**	**2.78**

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
JPMORGAN CHASE & CO JPM								
Acquired 05/25/16	300	65 56	19,668 90	86.2900	25,887.00	6,218 10	576 00	2 22
KINDER MORGAN INC DEL KMI								
Acquired 01/06/14	500	35 94	17,973 35		10,355.00	-7,618 35		
Acquired 11/11/16	500	20.71	10,359 50		10,355 00	-4 50		
Total	**1,000**	**$28.33**	**$28,332.85**	**20.7100**	**$20,710.00**	**-$7,622.85**	**$500.00**	**2.41**
LAS VEGAS SANDS CORP LVS								
Acquired 08/07/14	250	66 50	16,627.45		13,352 50	-3,274 95		
Acquired 01/14/15	150	54.45	8,168.67		8,011.50	-157.17		
Total	**400**	**$61.99**	**$24,796.12**	**53.4100**	**$21,364.00**	**-$3,432.12**	**$1,152.00**	**5.39**
METLIFE INC MET								
Acquired 06/27/16	500	36 93	18,468 00	53 8900	26,945 00	8,477 00	800 00	2.96
MYLAN NV MYL								
Acquired 09/08/16	400	40.10	16,040 00	38.1500	15,260 00	-780 00	N/A	N/A
POLARIS INDS INC PII								
Acquired 01/15/16	300	78 60	23,580 99		24,717 00	1,136 01		
Acquired 01/26/16	200	73.13	14,627 00		16,478.00	1,851.00		
Total	**500**	**$76.42**	**$38,207.99**	**82.3900**	**$41,195.00**	**$2,987.01**	**$1,100.00**	**2.67**
PROCTER & GAMBLE CO PG								
Acquired 07/30/15	400	77.43	30,974.24		33,632.00	2,657 76		
Acquired 08/26/15	100	70 79	7,079 00		8,408.00	1,329.00		
Total	**500**	**$76.11**	**$38,053.24**	**84.0800**	**$42,040.00**	**$3,986.76**	**$1,339.00**	**3.19**
TRINITY INDUSTRIES INC TRN								
Acquired 02/17/15	400	30.21	12,087.20		11,104 00	-983.20		
Acquired 02/17/15	100	30.20	3,020.00		2,776.00	-244.00		
Acquired 01/15/16	400	19.53	7,815 60		11,104.00	3,288 40		
Total	**900**	**$25.47**	**$22,922.80**	**27.7600**	**$24,984.00**	**$2,061.20**	**$396.00**	**1.59**

WELLS FARGO

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Stocks, options & ETFs

Stocks and ETFs continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
3M CO MMM								
Acquired 09/20/06 nc	200	91.44	18,288.00		35,714 00	17,426 00		
Acquired 12/01/06 nc	100	91.44	9,144 00		17,857.00	8,713.00		
Total	**300**	**$91.44**	**$27,432.00**	**178.5700**	**$53,571.00**	**$26,139.00**	**$1,332.00**	**2.49**
Total Stocks and ETFs			**$816,731.96** **$825,065.65**		**$1,098,636.30**	**$281,904.34**	**$28,241.90**	**2.57**
Total Stocks, options & ETFs			**$816,731.96**		**$1,098,636.30**	**$281,904.34**	**$28,241.90**	**2.57**

** Because you have more than 6 tax lots, we are showing the average cost per share
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.

Mutual Funds

If a portion of your fund position was converted, the 'Client Investment' value may include reinvestments from previously held positions.

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	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
DODGE & COX STK FD DODGX								
Acquired 08/07/14	746.22600	174 21	130,000.00		137,529 45	7,529.45		
Reinvestments	118 58900	170.99	20,278.34		21,855.95	1,577.61		
Total	**864.81500**	**$173.77**	**$150,278.34**	**184.3000**	**$159,385.40**	**$9,107.06**	**$2,620.38**	**1.64**
Client Investment (Excluding Reinvestments)					$130,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					$29,385.40			
EATON VANCE SPL INVT TR MULTISECTOR INCOME FD CL I EVBIX								
Acquired 08/07/14	9,009.00900	11.10	100,000.00		91,981.98	-8,018.02		
Reinvestments	749 20200	9 87	7,395 53		7,649 35	253.82		
Total	**9,758.21100**	**$11.01**	**$107,395.53**	**10.2100**	**$99,631.33**	**-$7,764.20**	**$2,585.92**	**2.60**

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Client Investment (Excluding Reinvestments)					$100,000 00			
Gain/Loss on Client Investment (Including Reinvestments)					-$368 67			
HARRIS ASSOC INVT TR OAKMARK INTL FUND CL I OAKIX								
Acquired 03/26/10 nc	2,921.26500	17.58	51,355.83		66,312.71	14,956 88		
Reinvestments m	1,183 91100	22.29	26,392 84		26,874.78	481 94		
Total	**4,105.17600**	**$18.94**	**$77,748.67**	**22.7000**	**$93,187.49**	**$15,438.82**	**$1,379.33**	**1.48**
Client Investment (Excluding Reinvestments)					$51,355 83			
Gain/Loss on Client Investment (Including Reinvestments)					$41,831.66			
MFS SER TR X EMERGING MKTS DEBT FD CLASS I MEDIX								
Acquired 03/26/10 nc	2,357 79500	14 42	34,000 00		33,881 51	-118 49		
Acquired 09/19/12	623.05300	16 05	10,000.00		8,953 27	-1,046 73		
Acquired 08/07/14	2,650.76200	15.09	40,000 00		38,091 43	-1,908.57		
Reinvestments m	1,478.72800	14 78	21,858 93		21,249.34	-609.59		
Total	**7,110.33800**	**$14.89**	**$105,858.93**	**14.3700**	**$102,175.55**	**-$3,683.38**	**$4,955.90**	**4.85**
Client Investment (Excluding Reinvestments)					$84,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					$18,175.55			
MORGAN STANLEY INSTL FRONTIER EMERGING MKTS PORT CL I MFMIX								
Acquired 08/07/14	2,335.35700	21 41	50,000 00		40,611.85	-9,388.15		
Acquired 03/19/15	521.37600	19 18	10,000 00		9,066 73	-933.27		
Reinvestments	89.26000	17 17	1,532.77		1,552.23	19 46		
Total	**2,945.99300**	**$20.89**	**$61,532.77**	**17.3900**	**$51,230.81**	**-$10,301.96**	**N/A**	**N/A**
Client Investment (Excluding Reinvestments)					$60,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					-$8,769 19			

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
NEUBERGER BERMAN ALTERNATIVE FDS - LONG SHORT FUND INSTL CL NLSIX								
Acquired 08/07/14	7,058 82400	12.75	90,000 00		91,200.00	1,200.00		
Reinvestments	40 70600	12 93	526.67		525.92	-0.75		
Total	**7,099.53000**	**$12.75**	**$90,526.67**	**12.9200**	**$91,725.92**	**$1,199.25**	**$12.77**	**0.01**
Client Investment (Excluding Reinvestments)					$90,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					$1,725.92			
LEGG MASON GLOBAL ASSET MGMT TR BW ABSOLUTE RETURN OPP CL I LROIX								
Acquired 02/17/15	9,554.14000	12.56	120,000.00		111,878.98	-8,121.02		
Reinvestments	476.24200	11.52	5,490.92		5,576.79	85.87		
Total	**10,030.38200**	**$12.51**	**$125,490.92**	**11.7100**	**$117,455.77**	**-$8,035.15**	**N/A**	**N/A**
Client Investment (Excluding Reinvestments)					$120,000 00			
Gain/Loss on Client Investment (Including Reinvestments)					-$2,544.23			
NUVEEN INVT FDS INC REAL ESTATE SECS FUND CL I FARCX								
Acquired 03/26/10 nc	1,251 91900	15.83 15.97	19,828 21 20,000.00		27,629.85	7,801.64		
Acquired 12/16/10 nc	1,149 35000	17 26 17.40	19,842.29 20,000.00		25,366.15	5,523.86		
Reinvestments m	1,368.87000	21.65 21.68	29,640 91 29,685 91		30,210.96	570.05		
Total	**3,770.13900**	**$18.38** **$18.48**	**$69,311.41** **$69,685.91**	**22.0700**	**$83,206.96**	**$13,895.55**	**$2,865.30**	**3.44**
Client Investment (Excluding Reinvestments)					$40,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					$43,206 96			
JPMORGAN MID CAP VALUE FUND CL L FLMVX								
Acquired 09/20/12	1,069.90000	28.04	30,000.00		38,944.36	8,944.36		

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Acquired 08/07/14	684.93200	36 50	25,000.00		24,931.52	-68.48		
Reinvestments	527.56300	35 27	18,610.38		19,203.29	592 91		
Total	**2,282.39500**	**$32.25**	**$73,610.38**	**36.4000**	**$83,079.17**	**$9,468.79**	**$723.51**	**0.87**
	Client Investment (Excluding Reinvestments)				$55,000.00			
	Gain/Loss on Client Investment (Including Reinvestments)				$28,079 17			
T ROWE PRICE CAP APPRECIATION FD SBI PRWCX								
Acquired 03/26/10 nc	2,615.06300	19 12	50,000 00		68,488 50	18,488 50		
Acquired 10/04/10 nc	789 05800	19 01	15,000 00		20,665 43	5,665.43		
Reinvestments m	1,592 56100	24.43	38,907.21		41,709 17	2,801.96		
Total	**4,996.68200**	**$20.80**	**$103,907.21**	**26.1900**	**$130,863.10**	**$26,955.89**	**$2,048.63**	**1.57**
	Client Investment (Excluding Reinvestments)				$65,000.00			
	Gain/Loss on Client Investment (Including Reinvestments)				$65,863 10			
T ROWE PRICE MD-CP VAL TRMCX								
Acquired 03/26/10 nc	1,047.70100	21.85	22,892.26		30,446 19	7,553 93		
Acquired 03/31/10 nc	2,046 38500	21 99	45,000 00		59,467.95	14,467 95		
Reinvestments m	2,234 31600	25.98	58,052 54		64,929.22	6,876.68		
Total	**5,328.40200**	**$23.64**	**$125,944.80**	**29.0600**	**$154,843.36**	**$28,898.56**	**N/A**	**N/A**
	Client Investment (Excluding Reinvestments)				$67,892.26			
	Gain/Loss on Client Investment (Including Reinvestments)				$86,951.10			
THIRD AVENUE TR THIRD AVE FOCUSED CR FD INSTITUTIONAL CL TFCIX								
Acquired 01/06/14	2,659.57400	10 10 11.28	26,881.84 30,000.00		10,797.87	-16,083.97		
Acquired 01/07/14	883.39200	10 14 11 32	8,964 29 10,000.00		3,586.57	-5,377.72		
Acquired 08/07/14	3,381 23400	10.65 11 83	36,035 73 40,000.00		13,727 81	-22,307.92		
Acquired 03/19/15	527 42600	8 30 9 48	4,381.63 5,000 00		2,141 35	-2,240 28		
Reinvestments	1,233.34000	8 07 9.12	9,959.28 11,250 42		5,007 36	-4,951 92		

WELLS FARGO

MARSHA SHANKLIN FOUNDATION

DECEMBER 1, 2016 - DECEMBER 31, 2016
ACCOUNT NUMBER: 4065-5580

Mutual Funds

Open End Mutual Funds continued

DESCRIPTION	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	ESTIMATED ANNUAL YIELD (%)
Total	**8,684.96600**	**$9.93** **$11.08**	**$86,222.77** **$96,250.42**	**4.0600**	**$35,260.96**	**-$50,961.81**	**N/A**	**N/A**
Client Investment (Excluding Reinvestments)					$85,000 00			
Gain/Loss on Client Investment (Including Reinvestments)					-$49,739 04			
VIRTUS OPPORTUNITIES TR EMERGING MKTS OPPTYS FD CL I HIEMX								
Acquired 02/17/15	8,720 93000	10.32	90,000.00		78,924 41	-11,075.59		
Reinvestments	121 59800	8.92	1,084 68		1,100 46	15.78		
Total	**8,842.52800**	**$10.30**	**$91,084.68**	**9.0500**	**$80,024.87**	**-$11,059.81**	**$353.70**	**0.44**
Client Investment (Excluding Reinvestments)					$90,000.00			
Gain/Loss on Client Investment (Including Reinvestments)					-$9,975.13			
Total Open End Mutual Funds			**$1,268,913.08** **$1,279,315.23**		**$1,282,070.69**	**$13,157.61**	**$17,545.44**	**1.37**
Total Mutual Funds			**$1,268,913.08** **$1,279,315.23**		**$1,282,070.69**	**$13,157.61**	**$17,545.44**	**1.37**

m This security contains multiple tax lots that may or may not include cost information that is reportable to the IRS.
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.

Activity detail

DATE	ACCOUNT TYPE	TRANSACTION	QUANTITY	DESCRIPTION	PRICE	AMOUNT	CASH AND SWEEP BALANCES
12/01				BEGINNING BALANCE			186,524.46
12/01	Cash	DIVIDEND		AFLAC INC 120116 300		129.00	
12/01	Cash	DIVIDEND		MFS SER TR X EMERGING MKTS DEBT FD CLASS I 113016 7,080 61100 AS OF 11/30/16		424 80	

WELLS FARGO

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 4065-5580

MARSHA SHANKLIN FOUNDATION
ATTN MYRA STARKEY

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Proceeds from Broker and Barter Exchange Transactions

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
BLACKROCK FUNDS II * STRATEGIC INCOME OPPTYS CUSIP: 09256H286	15.48800	11/02/2015	10/18/2016	151.94	153.98	0.00	0.00	-2.04	Original Basis:154.42 Box 6: Gross Proceeds
	16.17900	12/01/2015	10/18/2016	158.72	160.35	0.00	0.00	-1 63	Original Basis:160.82 Box 6: Gross Proceeds
	80.08500	12/24/2015	10/18/2016	785.65	780.78	0.00	0.00	4.87	Original Basis:783.23 Box 6: Gross Proceeds
	18.31300	01/04/2016	10/18/2016	179.65	178.37	0 00	0 00	1.28	Original Basis:178.92 Box 6: Gross Proceeds
	18.71900	02/01/2016	10/18/2016	183 63	180.61	0.00	0.00	3.02	Original Basis:181.39 Box 6: Gross Proceeds
	16.40000	03/01/2016	10/18/2016	160.89	157.11	0.00	0.00	3.78	Original Basis:157.77 Box 6: Gross Proceeds
	14.83900	04/01/2016	10/18/2016	145.57	142.99	0.00	0.00	2 58	Original Basis:143 34 Box 6: Gross Proceeds
	16.84400	05/02/2016	10/18/2016	165.24	163.10	0.00	0.00	2.14	Original Basis:163.72 Box 6: Gross Proceeds
	19.91100	06/01/2016	10/18/2016	195.33	192 32	0.00	0.00	3.01	Original Basis:192.94 Box 6: Gross Proceeds
	19.62600	07/01/2016	10/18/2016	192.54	190.25	0.00	0.00	2.29	Original Basis:190.76 Box 6: Gross Proceeds
	20.79800	08/01/2016	10/18/2016	204 04	203.16	0.00	0.00	0.88	Original Basis:203.61 Box 6: Gross Proceeds
	22.36300	09/01/2016	10/18/2016	219.39	218.55	0.00	0.00	0.84	Original Basis:218.93 Box 6: Gross Proceeds

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 4065-5580

MARSHA SHANKLIN FOUNDATION
ATTN MYRA STARKEY

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Proceeds from Broker and Barter Exchange Transactions, continued

Short Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
BLACKROCK FUNDS II * STRATEGIC INCOME OPPTYS CUSIP: 09256H286	18.40300	10/03/2016	10/18/2016	180.55	180.05	0.00	0.00	0.50	Original Basis:180.35 **Box 6:** Gross Proceeds
Subtotals	**297.96800**			**$2,923.14**	**$2,901.62**	**$0.00**	**$0.00**	**$21.52**	
WAL-MART STORES INC CUSIP: 931142103	500.00000	11/05/2015	10/18/2016	34,351.50	29,325.00	0.00	0 00	5,026.50	**Box 6:** Gross Proceeds
Totals				**$37,274.64**	**$32,226.62**	**$0.00**	**$0.00**	**$5,048.02**	

Account Number: 4065-5580

MARSHA SHANKLIN FOUNDATION
ATTN MYRA STARKEY

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Proceeds from Broker and Barter Exchange Transactions continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
ARES CAPITAL CORP CUSIP: 04010L103	1000.00000	08/07/2014	05/25/2016	14,969.67	16,515.10	0.00	0.00	-1,545.43	**Box 6:** Gross Proceeds
	300.00000	10/24/2014	05/25/2016	4,490.91	4,794.63	0.00	0.00	-303.72	**Box 6:** Gross Proceeds
Subtotals	**1300.00000**			**$19,460.58**	**$21,309.73**	**$0.00**	**$0.00**	**($1,849.15)**	
BLACKROCK FUNDS II * STRATEGIC INCOME OPPTYS CUSIP: 09256H286	1034.12600	02/15/2013	04/06/2016	10,000 00	10,507 09	0.00	0.00	-507.09	Original Basis:10,517.07 **Box 6:** Gross Proceeds
	3882.29500	02/15/2013	10/18/2016	38,085.31	39,346.89	0.00	0.00	-1,261.58	Original Basis:39,482.93 **Box 6:** Gross Proceeds
	3 41700	03/01/2013	10/18/2016	33.52	34.65	0.00	0 00	-1.13	Original Basis:34.72 **Box 6:** Gross Proceeds
	12.14300	04/01/2013	10/18/2016	119.12	122 75	0.00	0.00	-3.63	Original Basis:123.13 **Box 6:** Gross Proceeds
	14.98200	05/01/2013	10/18/2016	146 97	152.94	0.00	0.00	-5.97	Original Basis:153.42 **Box 6:** Gross Proceeds
	15.10000	06/03/2013	10/18/2016	148.13	153.68	0.00	0.00	-5.55	Original Basis:154.17 **Box 6:** Gross Proceeds
	11.65600	07/01/2013	10/18/2016	114.34	116.07	0.00	0.00	-1.73	Original Basis:116 44 **Box 6:** Gross Proceeds
	10.05100	08/01/2013	10/18/2016	98.60	100.30	0.00	0.00	-1.70	Original Basis:100.61 **Box 6:** Gross Proceeds
	8.68600	09/03/2013	10/18/2016	85.20	86.17	0.00	0.00	-0.97	Original Basis:86.43 **Box 6:** Gross Proceeds
	8.84700	10/01/2013	10/18/2016	86.78	88.39	0.00	0.00	-1.61	Original Basis:88.65 **Box 6:** Gross Proceeds
	9.15800	11/01/2013	10/18/2016	89.84	92.12	0.00	0.00	-2.28	Original Basis:92.40 **Box 6:** Gross Proceeds
	8.93900	12/02/2013	10/18/2016	87.69	90.20	0.00	0.00	-2.51	Original Basis:90.46 **Box 6:** Gross Proceeds

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 4065-5580

MARSHA SHANKLIN FOUNDATION
ATTN MYRA STARKEY

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Proceeds from Broker and Barter Exchange Transactions continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
BLACKROCK FUNDS II * STRATEGIC INCOME OPPTYS CUSIP: 09256H286	8.57800	01/02/2014	10/18/2016	84.15	86.90	0.00	0.00	-2.75	Original Basis.87.15 **Box 6:** Gross Proceeds
	2952.75600	01/06/2014	10/18/2016	28,966.56	29,897.87	0.00	0 00	-931.31	Original Basis:30,000.00 **Box 6:** Gross Proceeds
	12.04200	02/03/2014	10/18/2016	118 13	122.01	0 00	0.00	-3.88	Original Basis·122.35 **Box 6:** Gross Proceeds
	15 66100	03/03/2014	10/18/2016	153 63	159.93	0.00	0 00	-6.30	Original Basis:160.37 **Box 6:** Gross Proceeds
	17.45200	04/01/2014	10/18/2016	171.20	178.72	0 00	0 00	-7.52	Original Basis:179.23 **Box 6:** Gross Proceeds
	18.29000	05/01/2014	10/18/2016	179.42	187.85	0.00	0.00	-8.43	Original Basis:188 39 **Box 6:** Gross Proceeds
	18.43600	06/02/2014	10/18/2016	180.85	190.08	0.00	0.00	-9.23	Original Basis:190.63 **Box 6:** Gross Proceeds
	17.31000	07/01/2014	10/18/2016	169.81	178.99	0.00	0.00	-9.18	Original Basis:179.50 **Box 6:** Gross Proceeds
	15 37600	07/18/2014	10/18/2016	150 83	158 86	0.00	0.00	-8.03	Original Basis:159.30 **Box 6:** Gross Proceeds
	18.60100	08/01/2014	10/18/2016	182.47	191.97	0.00	0 00	-9.50	Original Basis:192.52 **Box 6:** Gross Proceeds
	15.28500	09/02/2014	10/18/2016	149 94	157.61	0 00	0 00	-7.67	Original Basis·158.05 **Box 6:** Gross Proceeds
	13.61500	10/01/2014	10/18/2016	133.56	139 58	0.00	0.00	-6.02	Original Basis:139.96 **Box 6:** Gross Proceeds
	14 59200	11/03/2014	10/18/2016	143.14	149.29	0.00	0.00	-6.15	Original Basis:149.71 **Box 6:** Gross Proceeds
	16.36900	12/01/2014	10/18/2016	160.58	168.13	0.00	0.00	-7.55	Original Basis:168.60 **Box 6:** Gross Proceeds

WELLS FARGO

2016 Year-End Account Summary

As of Date: 02/21/17

Account Number: 4065-5580

MARSHA SHANKLIN FOUNDATION
ATTN MYRA STARKEY

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
BLACKROCK FUNDS II * STRATEGIC INCOME OPPTYS CUSIP. 09256H286	143.07000	12/23/2014	10/18/2016	1,403.53	1,443.44	0.00	0.00	-39.91	Original Basis:1,447.87 Box 6: Gross Proceeds
	14.35200	01/02/2015	10/18/2016	140 79	144 68	0 00	0.00	-3.89	Original Basis:145.10 Box 6: Gross Proceeds
	13 35400	02/02/2015	10/18/2016	131.00	135.58	0.00	0.00	-4.58	Original Basis:135.94 Box 6: Gross Proceeds
	12.73800	03/03/2015	10/18/2016	124.96	129.83	0.00	0.00	-4.87	Original Basis·130.18 Box 6: Gross Proceeds
	13.38600	04/01/2015	10/18/2016	131.31	136.44	0.00	0.00	-5.13	Original Basis:136.81 Box 6: Gross Proceeds
	17.12100	05/01/2015	10/18/2016	167.95	173 97	0.00	0.00	-6.02	Original Basis:174.46 Box 6: Gross Proceeds
	18.01400	06/01/2015	10/18/2016	176.72	182.50	0.00	0.00	-5 78	Original Basis:183.02 Box 6: Gross Proceeds
	15.31900	07/01/2015	10/18/2016	150.28	153.98	0.00	0.00	-3.70	Original Basis:154.42 Box 6: Gross Proceeds
	16.04100	08/03/2015	10/18/2016	157.36	161.06	0.00	0.00	-3.70	Original Basis:161.53 Box 6: Gross Proceeds
	15.12200	09/01/2015	10/18/2016	148.35	150.93	0.00	0.00	-2 58	Original Basis:151.37 Box 6: Gross Proceeds
	12.97600	10/01/2015	10/18/2016	127.29	128.49	0.00	0 00	-1.20	Original Basis:128.85 Box 6: Gross Proceeds
Subtotals	**8465.25600**			**$82,899.31**	**$85,799.94**	**$0.00**	**$0.00**	**($2,900.63)**	

2016 Year-End Account Summary

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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Covered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Accrued Market Discount (Box 1f)	Wash Sale Loss Disallowed (Box 1g)	Gain/Loss Amount	Additional Information
FORD MOTOR COMPANY CUSIP: 345370860	1000.00000	02/17/2015	10/18/2016	11,753 24	16,143.00	0.00	0.00	-4,389.76	Box 6: Gross Proceeds
MASCO CORP CUSIP: 574599106	2000.00000	07/01/2011	01/15/2016	49,728.88	21,921.06	0.00	0.00	27,807.82	Box 6: Gross Proceeds
ONEOK INC NEW CUSIP: 682680103	300.00000	01/06/2014	06/15/2016	13,556.34	16,183.87	0.00	0 00	-2,627.53	Box 6: Gross Proceeds
PALO ALTO NETWORKS CUSIP: 697435105	100.00000	02/17/2015	08/03/2016	12,909.53	13,647.00	0.00	0.00	-737.47	Box 6: Gross Proceeds
PAREXEL INTL CORP CUSIP: 699462107	200.00000	08/07/2014	10/21/2016	13,700.56	11,128.28	0.00	0.00	2,572.28	Box 6: Gross Proceeds
	100.00000	08/07/2014	10/21/2016	6,850.28	5,566.00	0.00	0.00	1,284.28	Box 6: Gross Proceeds
	200.00000	10/31/2014	10/21/2016	13,700.56	10,641.10	0.00	0.00	3,059.46	Box 6: Gross Proceeds
Subtotals	**500.00000**			**$34,261.40**	**$27,335.38**	**$0.00**	**$0.00**	**$6,916.02**	
TARGA RESOURCES CORP CUSIP: 87612G101	150.00000	08/07/2014	01/15/2016	2,470.45	19,193.07	0.00	0.00	-16,722.62	Original Basis:19,584.60 Box 6: Gross Proceeds
	50.00000	01/14/2015	01/15/2016	823.49	4,055.47	0.00	0.00	-3,231.98	Original Basis:4,186.00 Box 6: Gross Proceeds
Subtotals	**200.00000**			**$3,293.94**	**$23,248.54**	**$0.00**	**$0.00**	**($19,954.60)**	
Totals				**$227,853.22**	**$225,588.52**	**$0.00**	**$0.00**	**$2,264.70**	

WELLS FARGO

2016 Year-End Account Summary

As of Date: 02/21/17

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MARSHA SHANKLIN FOUNDATION
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Proceeds from Broker and Barter Exchange Transactions, continued

Long Term Gains or Losses (Box 2) For Noncovered Securities (Box 5)

Description CUSIP (Box 1a)	Quantity Sold	Date Acquired	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis	Accrued Market Discount	Wash Sale Loss Disallowed	Gain/Loss Amount	Additional Information
HARRIS ASSOC INVT TR * OAKMARK INTL FUND CL I CUSIP: 413838202	2767.01700	03/26/2010	06/27/2016	50,000.00	48,644.17	0.00	0.00	1,355.83	**Box 6:** Gross Proceeds
I SHARES SILVER TR ETF CUSIP: 46428Q109	850.00000	03/26/2010	08/03/2016	16,493.30	13,557.69	0.00	0 00	2,935.61	Original Basis 14,109 91 **Box 12:** Proceeds from collectibles **Box 6:** Gross Proceeds
Totals				**$66,493.30**	**$62,201.86**	**$0.00**	**$0.00**	**$4,291.44**	

For some tax lots complete data is not available. Therefore, you may see N/A in the Proceeds, Gain/Loss or Cost columns. In these situations, you should determine the actual cost or proceeds and calculate the Gain/Loss. Please note that the totals will include any available cost or proceeds, even if the Gain/Loss is marked N/A.