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Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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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 MARCH FAMILY FOUNDATION		A Employer identification number 26-3296616						
Number and street (or P.O. box number if mail is not delivered to street address) 4709 TOWNES ROAD	Room/suite	B Telephone number 952-929-0724						
City or town, state or province, country, and ZIP or foreign postal code EDINA, MN 55424-1237		C If exemption application is pending check here ☐						
G Check all that apply: <table border="0"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☐ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☐ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☐ Amended return							
☐ Address change	☐ Name change							
H Check type of organization: <table border="0"> <tr> <td>☐ Section 501(c)(3) exempt private foundation</td> <td>☒ Other taxable private foundation</td> </tr> <tr> <td>☐ Section 4947(a)(1) nonexempt charitable trust</td> <td></td> </tr> </table>		☐ Section 501(c)(3) exempt private foundation	☒ Other taxable private foundation	☐ Section 4947(a)(1) nonexempt charitable trust		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐		
☐ Section 501(c)(3) exempt private foundation	☒ Other taxable private foundation							
☐ Section 4947(a)(1) nonexempt charitable trust								
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 5,157,411.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		302,906.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		53.	53.		STATEMENT 1
4 Dividends and interest from securities		78,216.	77,966.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		254,842.			
b Gross sales price for all assets on line 6a		1,538,190.			
7 Capital gain net income (from Part IV, line 2)			254,842.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		258.	0.		STATEMENT 3
12 Total. Add lines 1 through 11		636,275.	332,861.		
13 Compensation of officers, directors, trustees, etc.		5,000.	0.		5,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		6,025.	3,012.		3,013.
c Other professional fees STMT 5		19,434.	19,434.		0.
17 Interest					
18 Taxes STMT 6		28,616.	1,548.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		893.	0.		893.
24 Total operating and administrative expenses. Add lines 13 through 23		59,968.	23,994.		8,906.
25 Contributions, gifts, grants paid		308,500.			308,500.
26 Total expenses and disbursements. Add lines 24 and 25		368,468.	23,994.		317,406.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		267,807.			
b Net investment income (if negative enter -0-)			308,867.		
c Adjusted net income (if negative enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end of year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		11,743.	8,949.	8,949.	
	2 Savings and temporary cash investments					
	3 Accounts receivable	135.	135.	135.	135.	
	Less: allowance for doubtful accounts					
	4 Pledges receivable					
	Less: allowance for doubtful accounts					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable					
	Less: allowance for doubtful accounts					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations	STMT 8	4,924,003.	5,005,018.	5,148,327.	
	b Investments - corporate stock					
	c Investments - corporate bonds					
	11 Investments - land, buildings, and equipment basis					
Less: accumulated depreciation						
12 Investments - mortgage loans						
13 Investments - other						
14 Land, buildings, and equipment basis						
Less: accumulated depreciation						
15 Other assets (describe)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		4,935,881.	5,014,102.	5,157,411.		
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
22 Other liabilities (describe)						
23 Total liabilities (add lines 17 through 22)		0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31					
	27 Capital stock, trust principal, or current funds		4,935,881.	5,014,102.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds		0.	0.			
30 Total net assets or fund balances		4,935,881.	5,014,102.			
31 Total liabilities and net assets/fund balances		4,935,881.	5,014,102.			

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	4,935,881.
2 Enter amount from Part I, line 27a	2	267,807.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	5,203,688.
5 Decreases not included in line 2 (itemize) COST BASIS ADJUSTMENT- DONATED STOCK	5	189,586.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,014,102.

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 BERNSTEIN #4792 - PUBLICLY TRADED SECURITIES			
b BERNSTEIN #4792 - PUBLICLY TRADED SECURITIES			
c BERNSTEIN #4792 - PUBLICLY TRADED SECURITIES			
d BERNSTEIN #4792 - PUBLICLY TRADED SECURITIES			
e CAPITAL GAINS DIVIDENDS			

(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 237,386.		241,504.	-4,118.
b 984,971.		935,593.	49,378.
c 308,857.		106,251.	202,606.
d 7.			7.
e 6,969.			6,969.

(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			-4,118.
b			49,378.
c			202,606.
d			7.
e			6,969.

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	254,842.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	293,782.	5,079,824.	.057833
2014	292,979.	4,685,568.	.062528
2013	262,224.	4,061,053.	.064570
2012	204,872.	3,515,261.	.058281
2011	231,771.	2,973,141.	.077955

2 Total of line 1, column (d)	2	.321167
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	.064233
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	4,888,785.
5 Multiply line 4 by line 3	5	314,021.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,089.
7 Add lines 5 and 6	7	317,110.
8 Enter qualifying distributions from Part XII, line 4	8	317,406.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	3,089.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,089.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	3,089.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	8,400.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,100.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	10,500.	
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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,411.	
11 Enter the amount of line 10 to be, Credited to 2017 estimated tax ☒ 7,411. Refunded ☐	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?	Yes	No
1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1b		X
c Did the foundation file Form 1120-POL for this year?		X
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		X
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		X
3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>MN</u>		
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		X
9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
10		X

N/A

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► JOHN D. MARCH Telephone no. ► 952-929-0724 Located at ► 4709 TOWNES ROAD, MINNEAPOLIS, MN ZIP+4 ► 55424		
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		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ►		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		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 ► b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		5,000.	0.	0.

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

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

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

0

Part 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	4,951,166.
b Average of monthly cash balances	1b	12,068.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,963,234.
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	4,963,234.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	74,449.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,888,785.
6 Minimum investment return Enter 5% of line 5	6	244,439.

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	244,439.
2a Tax on investment income for 2016 from Part VI, line 5	2a	3,089.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,089.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	241,350.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	241,350.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	241,350.

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	317,406.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	317,406.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	3,089.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	314,317.

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				241,350.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	156,468.			
c From 2013	71,385.			
d From 2014	77,916.			
e From 2015	48,155.			
f Total of lines 3a through e	353,924.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 317,406.				
a Applied to 2015, but not more than line 2a			0.	
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				241,350.
e Remaining amount distributed out of corpus	76,056.			
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	429,980.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				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)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	429,980.			
10 Analysis of line 9:				
a Excess from 2012	156,468.			
b Excess from 2013	71,385.			
c Excess from 2014	77,916.			
d Excess from 2015	48,155.			
e Excess from 2016	76,056.			

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

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)				
a Paid during the year				
ACES 1115 EAST HENNEPIN AVENUE MINNEAPOLIS, MN 55414	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
BANYON COMMUNITY 2647 BLOOMINGTON AVENUE S MINNEAPOLIS, MN 55407	N/A	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
BREAKTHROUGH TWIN CITIES 2051 LARPENTEUR AVENUE E ST. PAUL, MN 55109	N/A	PUBLIC CHARITY	GENERAL SUPPORT	7,500.
COMMUNITY BIBLE STUDY INTERNATIONAL 790 STOUT ROAD COLORADO SPRINGS, CO 80921	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
DINOMIGHTS 3400 PARK AVENUE S MINNEAPOLIS, MN 55407	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				308,500.
b Approved for future payment				
NONE				
Total ▶ 3b				0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512 513 or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	53.		
4 Dividends and interest from securities			14	78,216.		
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			14	258.		
8 Gain or (loss) from sales of assets other than inventory			18	254,842.		
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.		333,369.		0.
13 Total Add line 12, columns (b), (d), and (e)					13	333,369.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2016

Name of the organization

Employer identification number

MARCH FAMILY FOUNDATION**26-3296616**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☐ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☒ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc. purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2016)

Name of organization

Employer identification number

MARCH FAMILY FOUNDATION**26-3296616****Part I** **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55425	\$ 148,322.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55425	\$ 154,584.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
MARCH FAMILY FOUNDATION	26-3296616

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
<u>1</u>	1815 SHARES OF WBA _____ _____ _____	\$ <u>148,322.</u>	<u>07/13/16</u>
<u>2</u>	250 SHARES OF ACIA, 1500 SHARES OF TWLO, 390 SHARES OF CELG _____ _____ _____	\$ <u>154,584.</u>	<u>09/02/16</u>
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____

Name of organization MARCH FAMILY FOUNDATION	Employer identification number 26-3296616
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Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
EAST SIDE LEARNING CENTER 740 YORK AVENUE ST. PAUL, MN 55106	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
FEED MY STARVING CHILDREN 401 93RD AVENUE NW COON RAPIDS, MN 55433	N/A	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
GOOD IN THE HOOD 2101 CHICAGO AVE MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	7,500.
GORDON-CONWELL THEOLOGICAL SEMINARY 130 ESSEX STREET SOUTH HAMILTON, MA 1982	N/A	PUBLIC CHARITY	GENERAL SUPPORT	30,000.
HEARTS AND HANDS 2608 BLAISDELL AVENUE S MINNEAPOLIS, MN 55408	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
HOPE ACADEMY 2300 CHICAGO AVENUE S MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	24,000.
HOPE FOR THE YOUTH 2665 4TH AVENUE NORTH, SUITE 40 ANOKA, MN 55303	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
INTERNATIONAL JUSTICE MISSION PO BOX 58147 WASHINGTON, DC 20037	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
LEADERSHIP TRANSFORMATIONS PO BOX 338 LEXINGTON, MA 2420	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
MINNESOTA COMPUTERS FOR SCHOOLS 970 PICKETT STREET N BAYPORT, MN 55003	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
Total from continuation sheets				251,000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NORTH METRO PEDIATRICS 10081 DOGWOOD STREET. NW #100 COON RAPIDS, MN 55448	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
NORTHSIDE ACHIEVEMENT ZONE 2123 WEST BROADWAY #100 MINNEAPOLIS, MN 55411	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
ONE VILLAGE PARTNERS 2140 STEVEN'S AVENUE S MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	7,500.
OUTREACH COMMUNITY MINISTRIES 122 WEST LIBERTY DRIVE WHEATON, IL 60187	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
ROOTS COVENANT CHURCH 655 FAIRVIEW AVENUE N ST. PAUL, MN 55104	N/A	PUBLIC CHARITY	GENERAL SUPPORT	7,000.
SISTERS OF HOPE INTERNATIONAL PO BOX 768 COTTONWOOD, CA 96022	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
THE DWELLING PLACE 940-44TH AVE. NE UNIT #21307 COLUMBIA HEIGHTS, MN 55421	N/A	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
UNITED WORLD MISSION PO BOX 602002 CHARLOTTE, NC 28260	N/A	PUBLIC CHARITY	GENERAL SUPPORT	20,000.
WAY TO GROW 125 WEST BROADWAY AVENUE, SUITE 110 MINNEAPOLIS, MN 55411	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
Total from continuation sheets				

Holdings By Lot

As of December 30, 2016

This report contains data for all accounts that were open as of the period ending date you selected: accounts 028-09086 and 888-44792 (comprised of accounts 036-75815, 038-84526, and 038-84533).

Managed Assets

Cash Balances

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
N/A	4,805.44	CASH	N/A	\$1.00	\$1.00	\$4,805	\$4,805	\$0	0.6%	Cash
TOTAL Cash Balances						\$4,805	\$4,805	\$0	0.6%	

Bonds⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	308.619	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/12/2016	\$8.31	\$8.35	\$2,565	\$2,577 \$698 AI	\$12	2.2%	AB Global Bond Fund - Advisor CI
888-44792	78.587	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/02/2016	\$8.37	\$8.35	\$658	\$656	(\$2)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	77.282	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	11/02/2016	\$8.51	\$8.35	\$658	\$645	(\$12)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	76.051	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	10/04/2016	\$8.58	\$8.35	\$653	\$635	(\$17)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	1,415.116	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	09/08/2016	\$8.60	\$8.35	\$12,170	\$11,816	(\$354)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	88.382	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	09/02/2016	\$8.62	\$8.35	\$762	\$738	(\$24)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	86.037	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	08/02/2016	\$8.61	\$8.35	\$741	\$718	(\$22)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	80.517	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	07/05/2016	\$8.54	\$8.35	\$688	\$673	(\$15)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	74.024	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	06/02/2016	\$8.40	\$8.35	\$622	\$618	(\$4)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	82.355	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	05/03/2016	\$8.37	\$8.35	\$689	\$688	(\$2)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	77.72	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	04/04/2016	\$8.35	\$8.35	\$649	\$649	\$0	2.2%	AB Global Bond Fund - Advisor CI
888-44792	66.021	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	03/02/2016	\$8.25	\$8.35	\$545	\$551	\$7	2.2%	AB Global Bond Fund - Advisor CI
888-44792	55.464	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	02/02/2016	\$8.22	\$8.35	\$703	\$714	\$11	2.2%	AB Global Bond Fund

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	72.305	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	01/05/2016	\$8.15	\$8.35	\$589	\$604	\$14	2.2%	AB Global Bond Fund - Advisor CI
888-44792	1,130.675	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/24/2015	\$8.15	\$8.35	\$9,215	\$9,441	\$226	2.2%	AB Global Bond Fund - Advisor CI
888-44792	650.405	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/14/2015	\$8.18	\$8.35	\$5,370	\$5,431	\$111	2.2%	AB Global Bond Fund - Advisor CI
888-44792	64.399	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/02/2015	\$8.35	\$8.35	\$538	\$538	\$0	2.2%	AB Global Bond Fund - Advisor CI
888-44792	63.885	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	11/03/2015	\$8.35	\$8.35	\$533	\$533	\$0	2.2%	AB Global Bond Fund - Advisor CI
888-44792	73.235	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	10/02/2015	\$8.33	\$8.35	\$610	\$612	\$1	2.2%	AB Global Bond Fund - Advisor CI
888-44792	83.392	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	09/02/2015	\$8.31	\$8.35	\$693	\$696	\$3	2.2%	AB Global Bond Fund - Advisor CI
888-44792	95.526	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	08/04/2015	\$8.36	\$8.35	\$799	\$798	(\$1)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	86.016	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	07/02/2015	\$8.29	\$8.35	\$713	\$718	\$5	2.2%	AB Global Bond Fund - Advisor CI
888-44792	97.3	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	06/02/2015	\$8.43	\$8.35	\$820	\$812	(\$8)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	86.044	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	05/04/2015	\$8.45	\$8.35	\$727	\$718	(\$9)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	71.701	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	04/02/2015	\$8.53	\$8.35	\$612	\$599	(\$13)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	871.704	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	03/09/2015	\$8.46	\$8.35	\$7,400	\$7,304	(\$96)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	69.04	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	03/03/2015	\$8.51	\$8.35	\$588	\$576	(\$11)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	73.269	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	02/03/2015	\$8.56	\$8.35	\$627	\$612	(\$15)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	82.023	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	01/05/2015	\$8.42	\$8.35	\$691	\$685	(\$6)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	883.612	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/10/2014	\$8.39	\$8.35	\$7,414	\$7,378	(\$35)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	77.547	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	12/02/2014	\$8.59	\$8.35	\$623	\$606	(\$17)	2.2%	AB Global Bond Fund - Advisor CI

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-41792	3,157.159	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	11/28/2014	\$8.59	\$8.35	\$27,120	\$26,362	(\$758)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	63,985	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	11/04/2014	\$8.54	\$8.35	\$546	\$534	(\$12)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	263.775	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	11/03/2014	\$8.53	\$8.35	\$2,250	\$2,203	(\$47)	2.2%	AB Global Bond Fund - Advisor CI
888-41792	3,773.154	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	10/02/2014	\$8.53	\$8.35	\$32,185	\$31,506	(\$679)	2.2%	AB Global Bond Fund - Advisor CI
888-44792	25,038.696	AB GLOBAL BOND FUND- ADV(ANAYX) ⁽¹⁾	10/01/2014	\$8.53	\$8.35	\$213,580	\$209,073	(\$4,507)	2.2%	AB Global Bond Fund - Advisor CI
TOTAL	39,523.05					\$336,293	\$330,715	(\$6,276)	2.2%	
888-41792	43.483	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/20/2016	\$12.93	\$13.04	\$562	\$567	\$5	1.8%	Intermediate Duration Fund
888-44792	279.481	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/13/2016	\$12.98	\$13.04	\$3,628	\$3,644	\$17	1.8%	Intermediate Duration Fund
888-44792	51.037	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	11/18/2016	\$13.19	\$13.04	\$673	\$666	(\$8)	1.8%	Intermediate Duration Fund
888-41792	56.43	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	10/20/2016	\$13.58	\$13.04	\$766	\$736	(\$30)	1.8%	Intermediate Duration Fund
888-41792	54.681	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	09/20/2016	\$13.56	\$13.04	\$741	\$713	(\$28)	1.8%	Intermediate Duration Fund
888-44792	978.781	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	09/08/2016	\$13.62	\$13.04	\$12,650	\$12,111	(\$539)	1.8%	Intermediate Duration Fund
888-41792	64.381	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	08/19/2016	\$13.63	\$13.04	\$878	\$840	(\$38)	1.8%	Intermediate Duration Fund
888-44792	60.029	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	07/20/2016	\$13.62	\$13.04	\$818	\$783	(\$35)	1.8%	Intermediate Duration Fund
888-44792	56.233	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	06/20/2016	\$13.46	\$13.04	\$757	\$733	(\$24)	1.8%	Intermediate Duration Fund
888-44792	63.184	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	05/20/2016	\$13.33	\$13.04	\$842	\$824	(\$18)	1.8%	Intermediate Duration Fund
888-44792	59.289	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	04/20/2016	\$13.33	\$13.04	\$790	\$773	(\$17)	1.8%	Intermediate Duration Fund
888-44792	57.684	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	03/18/2016	\$13.24	\$13.04	\$698	\$687	(\$11)	1.8%	Intermediate Duration Fund

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	57,546	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	02/19/2016	\$13.15	\$13.04	\$757	\$750	(\$6)	1.8%	Intermediate Duration Fund
888-44792	37,919	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	01/20/2016	\$13.09	\$13.04	\$496	\$494	(\$2)	1.8%	Intermediate Duration Fund
888-44792	19,746	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/31/2015	\$13.01	\$13.04	\$257	\$257	\$1	1.8%	Intermediate Duration Fund
888-44792	69,773	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/24/2015	\$13.02	\$13.04	\$9,085	\$9,099	\$14	1.8%	Intermediate Duration Fund
888-44792	48,396	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/18/2015	\$13.05	\$13.04	\$632	\$631	\$0	1.8%	Intermediate Duration Fund
888-44792	420,568	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/08/2015	\$13.08	\$13.04	\$5,501	\$5,484	(\$17)	1.8%	Intermediate Duration Fund
888-44792	55,418	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/20/2015	\$13.32	\$13.04	\$738	\$723	(\$16)	1.8%	Intermediate Duration Fund
888-44792	50,892	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/20/2015	\$13.43	\$13.04	\$683	\$664	(\$20)	1.8%	Intermediate Duration Fund
888-44792	56,733	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	09/18/2015	\$13.42	\$13.04	\$761	\$740	(\$22)	1.8%	Intermediate Duration Fund
888-44792	61,581	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	08/20/2015	\$13.44	\$13.04	\$828	\$803	(\$25)	1.8%	Intermediate Duration Fund
888-44792	56,144	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	07/20/2015	\$13.37	\$13.04	\$751	\$732	(\$19)	1.8%	Intermediate Duration Fund
888-44792	59,906	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	06/19/2015	\$13.43	\$13.04	\$805	\$781	(\$23)	1.8%	Intermediate Duration Fund
888-44792	57,712	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	05/20/2015	\$13.49	\$13.04	\$779	\$753	(\$26)	1.8%	Intermediate Duration Fund
888-44792	56,676	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/20/2015	\$13.73	\$13.04	\$778	\$739	(\$39)	1.8%	Intermediate Duration Fund
888-44792	43,245	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/20/2015	\$13.69	\$13.04	\$592	\$564	(\$28)	1.8%	Intermediate Duration Fund
888-44792	788,504	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/09/2015	\$13.57	\$13.04	\$10,700	\$10,282	(\$418)	1.8%	Intermediate Duration Fund
888-44792	57,844	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	02/20/2015	\$13.58	\$13.04	\$718	\$689	(\$29)	1.8%	Intermediate Duration Fund
888-44792	30,842	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	01/20/2015	\$13.71	\$13.04	\$423	\$402	(\$21)	1.8%	Intermediate Duration Fund

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	19,839	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/31/2014	\$13.53	\$13.04	\$268	\$259	(\$10)	1.8%	Intermediate Duration Fund
888-44792	52,205	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/19/2014	\$13.51	\$13.04	\$705	\$681	(\$25)	1.8%	Intermediate Duration Fund
888-44792	621,398	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/09/2014	\$13.51	\$13.04	\$8,395	\$8,103	(\$292)	1.8%	Intermediate Duration Fund
888-44792	1,906,633	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/28/2014	\$13.87	\$13.04	\$26,445	\$24,862	(\$1,583)	1.8%	Intermediate Duration Fund
888-44792	52,703	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/20/2014	\$13.79	\$13.04	\$727	\$687	(\$40)	1.8%	Intermediate Duration Fund
888-44792	111,967	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	08/20/2014	\$13.78	\$13.04	\$1,543	\$1,460	(\$83)	1.8%	Intermediate Duration Fund
888-44792	110,839	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	07/18/2014	\$13.76	\$13.04	\$1,525	\$1,445	(\$80)	1.8%	Intermediate Duration Fund
888-44792	127,535	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	06/20/2014	\$13.72	\$13.04	\$1,750	\$1,663	(\$87)	1.8%	Intermediate Duration Fund
888-44792	120,764	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	05/20/2014	\$13.75	\$13.04	\$1,661	\$1,575	(\$86)	1.8%	Intermediate Duration Fund
888-44792	130,595	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	04/17/2014	\$13.59	\$13.04	\$1,775	\$1,703	(\$72)	1.8%	Intermediate Duration Fund
888-44792	116,549	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	03/20/2014	\$13.51	\$13.04	\$1,575	\$1,520	(\$55)	1.8%	Intermediate Duration Fund
888-44792	124,466	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	02/20/2014	\$13.51	\$13.04	\$1,682	\$1,623	(\$59)	1.8%	Intermediate Duration Fund
888-44792	75,089	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	01/17/2014	\$13.47	\$13.04	\$1,011	\$979	(\$32)	1.8%	Intermediate Duration Fund
888-44792	38,39	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/31/2013	\$13.35	\$13.04	\$513	\$501	(\$12)	1.8%	Intermediate Duration Fund
888-44792	112,908	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/20/2013	\$13.41	\$13.04	\$1,514	\$1,472	(\$12)	1.8%	Intermediate Duration Fund
888-44792	6,648,693	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	12/10/2013	\$13.44	\$13.04	\$89,358	\$86,699	(\$2,659)	1.8%	Intermediate Duration Fund
888-44792	105,143	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	11/20/2013	\$13.47	\$13.04	\$1,416	\$1,371	(\$45)	1.8%	Intermediate Duration Fund
888-44792	93,688	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX)	10/18/2013	\$13.53	\$13.04	\$1,268	\$1,222	(\$46)	1.8%	Intermediate Duration Fund

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	119,342	BLRNSTLIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	09/20/2013	\$13.42	\$13.04	\$1,602	\$1,556	(\$45)	1.8%	Intermediate Duration Fund
888-44792	111,821	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	08/20/2013	\$13.32	\$13.04	\$1,489	\$1,458	(\$31)	1.8%	Intermediate Duration Fund
888-44792	102,21	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	07/19/2013	\$13.54	\$13.04	\$1,384	\$1,333	(\$51)	1.8%	Intermediate Duration Fund
888-44792	98,867	BLRNSTLIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	06/20/2013	\$13.54	\$13.04	\$1,339	\$1,289	(\$49)	1.8%	Intermediate Duration Fund
888-44792	85,551	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	05/20/2013	\$13.98	\$13.04	\$1,196	\$1,116	(\$80)	1.8%	Intermediate Duration Fund
888-44792	4,452,736	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	05/09/2013	\$14.07	\$13.04	\$62,650	\$58,064	(\$4,586)	1.8%	Intermediate Duration Fund
888-44792	92,837	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	04/19/2013	\$14.09	\$13.04	\$1,308	\$1,211	(\$97)	1.8%	Intermediate Duration Fund
888-44792	83,168	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	03/20/2013	\$13.97	\$13.04	\$1,162	\$1,085	(\$77)	1.8%	Intermediate Duration Fund
888-44792	89,557	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	02/20/2013	\$13.94	\$13.04	\$1,248	\$1,168	(\$81)	1.8%	Intermediate Duration Fund
888-44792	59,91	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	01/18/2013	\$14.05	\$13.04	\$842	\$781	(\$61)	1.8%	Intermediate Duration Fund
888-44792	30,299	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/31/2012	\$14.09	\$13.04	\$427	\$395	(\$32)	1.8%	Intermediate Duration Fund
888-44792	1,640,05	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/28/2012	\$14.11	\$13.04	\$23,000	\$21,256	(\$1,744)	1.8%	Intermediate Duration Fund
888-44792	81,715	BLRNSTLIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/20/2012	\$14.06	\$13.04	\$1,149	\$1,066	(\$83)	1.8%	Intermediate Duration Fund
888-44792	373,736	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	12/12/2012	\$14.09	\$13.04	\$5,266	\$4,874	(\$392)	1.8%	Intermediate Duration Fund
888-44792	78,808	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	11/20/2012	\$14.25	\$13.04	\$1,123	\$1,028	(\$95)	1.8%	Intermediate Duration Fund
888-44792	84,251	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	10/19/2012	\$11.25	\$13.04	\$1,201	\$1,099	(\$102)	1.8%	Intermediate Duration Fund
888-44792	87,164	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	09/20/2012	\$14.18	\$13.04	\$1,226	\$1,137	(\$89)	1.8%	Intermediate Duration Fund
888-44792	85,197	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	08/20/2012	\$14.07	\$13.04	\$1,199	\$1,111	(\$88)	1.8%	Intermediate Duration Fund

Holdings By Lot

As of December 30, 2016

Bonds⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	94,526	BLRNS I(LN) INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	07/20/2012	\$14.20	\$13.04	\$1,342	\$1,233	(\$110)	1.8%	Intermediate Duration Fund
888-44792	92,824	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	06/20/2012	\$14.01	\$13.04	\$1,300	\$1,210	(\$90)	1.8%	Intermediate Duration Fund
888-44792	84,311	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	05/18/2012	\$13.98	\$13.04	\$1,179	\$1,099	(\$79)	1.8%	Intermediate Duration Fund
888-44792	1,565,657	BLRNS I(LN) INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	03/29/2012	\$13.86	\$13.04	\$21,700	\$20,416	(\$1,284)	1.8%	Intermediate Duration Fund
888-44792	497,193	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(SNIDX) ⁽¹⁾	01/19/2012	\$13.85	\$13.04	\$6,817	\$6,418	(\$399)	1.8%	Intermediate Duration Fund
TOTAL	25,068,302					\$343,374	\$327,155	(\$16,483)	1.8%	
TOTAL Bonds						\$679,667	\$657,870	(\$22,759)	2.0%	

Real Asset Securities⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	668.09	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	12/15/2016	\$8.34	\$8.23	\$5,572	\$5,498	(\$73)	0.0%	AB All Market Real Return Portfolio
888-44792	820.528	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	09/08/2016	\$8.33	\$8.23	\$6,835	\$6,753	(\$82)	0.0%	AB All Market Real Return Portfolio
888-44792	2,616.848	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	12/24/2015	\$7.36	\$8.23	\$19,260	\$21,537	\$2,277	0.0%	AB All Market Real Return Portfolio
888-44792	539.379	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	12/15/2015	\$7.33	\$8.23	\$3,954	\$4,439	\$485	0.0%	AB All Market Real Return Portfolio
888-44792	3,683.333	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	03/09/2015	\$9.00	\$8.23	\$33,150	\$30,314	(\$2,836)	0.0%	AB All Market Real Return Portfolio
888-44792	603.601	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	12/16/2014	\$9.33	\$8.23	\$5,632	\$4,968	(\$664)	0.0%	AB All Market Real Return Portfolio
888-44792	1,375	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	11/28/2014	\$9.96	\$8.23	\$13,695	\$11,316	(\$2,379)	0.0%	AB All Market Real Return Portfolio
888-44792	4,321.463	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	11/03/2014	\$10.39	\$8.23	\$44,900	\$35,566	(\$9,334)	0.0%	AB All Market Real Return Portfolio
888-44792	599.622	ALLIANCEBERNSTEIN ALL MARKET R CLASS I(AMTOX) ⁽¹⁾	12/17/2013	\$10.54	\$8.23	\$6,320	\$4,935	(\$1,385)	0.0%	AB All Market Real Return Portfolio

Holdings By Lot

As of December 30, 2016

Real Asset Securities⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	84.657	ALLIANCEBILRNS ILIN ALL MARKET R CLASS I (AMTOX) ⁽¹⁾	12/16/2013	\$10.54	\$8.23	\$892	\$697	(\$196)	0.0 %	AB All Market Real Return Portfolio
888-44792	5,178.637	ALLIANCEBERNSTEIN ALL MARKET R CLASS I (AMTOX) ⁽¹⁾	12/10/2013	\$10.86	\$8.23	\$56,240	\$42,620	(\$13,620)	0.0 %	AB All Market Real Return Portfolio
888-44792	1,591.031	ALLIANCEBERNSTEIN ALL MARKET R CLASS I (AMTOX) ⁽¹⁾	05/10/2013	\$11.15	\$8.23	\$17,740	\$13,094	(\$4,646)	0.0 %	AB All Market Real Return Portfolio
888-44792	5,594.471	ALLIANCEBILRNS ILIN ALL MARKET R CLASS I (AMTOX) ⁽¹⁾	05/09/2013	\$11.20	\$8.23	\$62,658	\$46,042	(\$16,616)	0.0 %	AB All Market Real Return Portfolio
TOTAL	27,676.66					\$276,848	\$227,779	(\$49,069)	0.0%	
TOTAL Real Asset Securities										0.0%

Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	198.513	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	10/31/2016	\$8.74	\$9.29	\$1,735	\$1,844	\$109	0.0%	Strategic Equities
888-44792	297.826	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	09/08/2016	\$9.20	\$9.29	\$2,740	\$2,767	\$27	0.0%	Strategic Equities
888-44792	243.547	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	07/15/2016	\$8.91	\$9.29	\$2,170	\$2,263	\$93	0.0%	Strategic Equities
888-44792	204.321	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	01/11/2016	\$8.10	\$9.29	\$1,655	\$1,898	\$243	0.0%	Strategic Equities
888-44792	395.887	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	12/21/2015	\$8.93	\$9.29	\$3,535	\$3,678	\$143	0.0%	Strategic Equities
888-44792	447.842	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	11/05/2015	\$9.71	\$9.29	\$4,300	\$4,114	(\$186)	0.0%	Strategic Equities
888-44792	175.719	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	10/15/2015	\$9.39	\$9.29	\$1,650	\$1,632	(\$18)	0.0%	Strategic Equities
888-44792	227.528	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	09/28/2015	\$8.90	\$9.29	\$2,025	\$2,114	\$89	0.0%	Strategic Equities
888-44792	180.439	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	09/14/2015	\$9.56	\$9.29	\$1,725	\$1,676	(\$49)	0.0%	Strategic Equities
888-44792	392.673	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	09/08/2015	\$9.69	\$9.29	\$3,805	\$3,648	(\$157)	0.0%	Strategic Equities
888-44792	186.072	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	08/24/2015	\$9.19	\$9.29	\$1,710	\$1,729	\$19	0.0%	Strategic Equities
888-44792	906.78	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	05/04/2015	\$10.03	\$9.29	\$9,095	\$8,424	(\$671)	0.0%	Strategic Equities
888-44792	970.859	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	03/26/2015	\$9.78	\$9.29	\$9,495	\$9,019	(\$476)	0.0%	Strategic Equities
888-44792	313.67	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	12/22/2014	\$9.23	\$9.29	\$3,172	\$3,193	\$21	0.0%	Strategic Equities
888-44792	201.772	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	11/28/2014	\$10.16	\$9.29	\$2,050	\$1,874	(\$176)	0.0%	Strategic Equities
888-44792	354.291	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	12/10/2013	\$10.02	\$9.29	\$3,550	\$3,291	(\$259)	0.0%	Strategic Equities
888-44792	386.565	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	01/22/2013	\$7.89	\$9.29	\$3,050	\$3,591	\$541	0.0%	Strategic Equities

Holdings By Lot

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Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	1,515,656	AB DISCOVERY GRWTH FUND- ADV(CHCYX)	06/18/2012	\$7.00	\$9.29	\$10,610	\$14,080	\$3,471	0.0%	Strategic Equities
TOTAL	7,624.96					\$68,072	\$70,836	\$2,764	0.0%	
888-44792	119,699	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/20/2016	\$22.27	\$22.01	\$2,666	\$2,635	(\$31)	0.0%	Strategic Equities
888-44792	124,82	AB DISCOVERY VALUE FUND- ADV(ABYSX)	09/08/2016	\$20.79	\$22.01	\$2,595	\$2,747	\$152	0.0%	Strategic Equities
888-44792	104,385	AB DISCOVERY VALUE FUND- ADV(ABYSX)	01/20/2016	\$16.19	\$27.01	\$1,690	\$2,298	\$608	0.0%	Strategic Equities
888-44792	214,268	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/22/2015	\$18.15	\$22.01	\$3,889	\$4,716	\$827	0.0%	Strategic Equities
888-44792	0.288	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/21/2015	\$18.16	\$22.01	\$5	\$6	\$1	0.0%	Strategic Equities
888-44792	6.18	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/21/2015	\$18.15	\$22.01	\$112	\$136	\$24	0.0%	Strategic Equities
888-44792	98,667	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/15/2015	\$19.51	\$22.01	\$1,925	\$2,172	\$247	0.0%	Strategic Equities
888-44792	219,874	AB DISCOVERY VALUE FUND- ADV(ABYSX)	11/04/2015	\$20.58	\$22.01	\$4,525	\$4,839	\$314	0.0%	Strategic Equities
888-44792	82,701	AB DISCOVERY VALUE FUND- ADV(ABYSX)	10/05/2015	\$19.77	\$22.01	\$1,635	\$1,820	\$185	0.0%	Strategic Equities
888-44792	86,155	AB DISCOVERY VALUE FUND- ADV(ABYSX)	09/10/2015	\$19.79	\$22.01	\$1,705	\$1,896	\$191	0.0%	Strategic Equities
888-44792	159,216	AB DISCOVERY VALUE FUND- ADV(ABYSX)	09/08/2015	\$19.91	\$22.01	\$3,170	\$3,504	\$334	0.0%	Strategic Equities
888-44792	85,503	AB DISCOVERY VALUE FUND- ADV(ABYSX)	09/02/2015	\$19.59	\$22.01	\$1,675	\$1,882	\$207	0.0%	Strategic Equities
888-44792	89,529	AB DISCOVERY VALUE FUND- ADV(ABYSX)	08/24/2015	\$19.10	\$22.01	\$1,710	\$1,971	\$261	0.0%	Strategic Equities
888-44792	107,571	AB DISCOVERY VALUE FUND- ADV(ABYSX)	07/11/2015	\$20.87	\$22.01	\$2,245	\$2,368	\$123	0.0%	Strategic Equities
888-44792	460,996	AB DISCOVERY VALUE FUND- ADV(ABYSX)	05/04/2015	\$21.28	\$22.01	\$9,810	\$10,147	\$337	0.0%	Strategic Equities
888-44792	427,312	AB DISCOVERY VALUE FUND- ADV(ABYSX)	03/26/2015	\$20.98	\$27.01	\$8,965	\$9,405	\$440	0.0%	Strategic Equities
888-44792	289,186	AB DISCOVERY VALUE FUND- ADV(ABYSX)	11/23/2014	\$20.28	\$22.01	\$5,865	\$6,365	\$500	0.0%	Strategic Equities
888-44792	86,768	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/08/2014	\$23.05	\$22.01	\$2,000	\$1,910	(\$90)	0.0%	Strategic Equities
888-44792	270,019	AB DISCOVERY VALUE FUND- ADV(ABYSX)	01/08/2014	\$21.48	\$22.01	\$5,800	\$5,943	\$143	0.0%	Strategic Equities
888-44792	161,499	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/10/2013	\$23.22	\$22.01	\$3,750	\$3,555	(\$195)	0.0%	Strategic Equities
888-44792	43,217	AB DISCOVERY VALUE FUND- ADV(ABYSX)	12/26/2012	\$17.54	\$22.01	\$767	\$963	\$196	0.0%	Strategic Equities
TOTAL	3,238.383					\$66,504	\$71,277	\$4,773	0.0%	
888-44792	336,92	AB INTERNATIONAL SMALL CAP PORTFOLIO - ADV CL(JRCYX) ⁽¹⁾	12/16/2016	\$10.15	\$10.08	\$3,420	\$3,396	(\$24)	1.6%	International Small Cap ADV CI
888-44792	252,511	AB INTERNATIONAL SMALL CAP PORTFOLIO - ADV CL(JRCYX) ⁽¹⁾	09/08/2016	\$10.95	\$10.08	\$2,765	\$2,545	(\$220)	1.6%	International Small Cap ADV CI
888-44792	1,108,382	AB INTERNATIONAL SMALL CAP PORTFOLIO - ADV CL(JRCYX) ⁽¹⁾	07/22/2016	\$10.38	\$10.08	\$11,505	\$11,172	(\$333)	1.6%	International Small Cap ADV CI
888-44792	11,156,473	AB INTERNATIONAL SMALL CAP PORTFOLIO - ADV CL(JRCYX) ⁽¹⁾	02/22/2016	\$9.46	\$10.08	\$105,540	\$112,457	\$6,917	1.6%	International Small Cap ADV CI

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Stocks ⁽¹⁾									
Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield Portfolio
TOTAL	12,854,286					\$123,230	\$129,571	\$6,341	1.6%
888-44792	352 517	AB INTERNATIONAL STRATEGIC EQUITIES PORTFOLIO - ADV CL(STEYX) ⁽¹⁾	12/16/2016	\$10.31	\$10.12	\$3,634	\$3,567	(\$67)	1.4% International Strategic Equities ADV Cl
888-44792	436 5	AB INTERNATIONAL STRATEGIC EQUITIES PORTFOLIO - ADV CL(STEYX) ⁽¹⁾	09/08/2016	\$10.63	\$10.12	\$4,640	\$4,417	(\$223)	1.4% International Strategic Equities ADV Cl
888-44792	3,395 854	AB INTERNATIONAL STRATEGIC EQUITIES PORTFOLIO - ADV CL(STEYX) ⁽¹⁾	07/15/2016	\$10.13	\$10.12	\$34,400	\$34,366	(\$34)	1.4% International Strategic Equities ADV Cl
888-44792	16,995 466	AB INTERNATIONAL STRATEGIC EQUITIES PORTFOLIO - ADV CL(STEYX) ⁽¹⁾	02/22/2016	\$9.49	\$10.12	\$161,287	\$171,994	\$10,707	1.4% International Strategic Equities ADV Cl
TOTAL	21,180,337					\$203,961	\$214,345	\$10,384	1.4%
888-44792	16 337	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	12/16/2016	\$11.90	\$11.73	\$194	\$192	(\$3)	0.3% Strategic Equities
888-44792	1,745 136	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	09/15/2016	\$10.28	\$11.73	\$17,940	\$20,470	\$2,530	0.3% Strategic Equities
888-44792	186 654	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	09/12/2016	\$10.34	\$11.73	\$1,930	\$2,189	\$259	0.3% Strategic Equities
888-44792	852 104	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	08/22/2016	\$10.40	\$11.73	\$8,865	\$9,999	\$1,134	0.3% Strategic Equities
888-44792	1,306 763	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	08/05/2016	\$10.35	\$11.73	\$13,525	\$15,328	\$1,803	0.3% Strategic Equities
888-44792	897 693	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	06/09/2016	\$9.97	\$11.73	\$8,950	\$10,530	\$1,580	0.3% Strategic Equities
888-44792	606 045	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	05/23/2016	\$9.43	\$11.73	\$5,715	\$7,109	\$1,394	0.3% Strategic Equities
888-44792	504 128	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	04/28/2016	\$9.69	\$11.73	\$4,885	\$5,913	\$1,028	0.3% Strategic Equities
888-44792	405 391	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	03/21/2016	\$9.46	\$11.73	\$3,835	\$4,755	\$920	0.3% Strategic Equities
888-44792	63 605	AB SMALL CAP CORE PORTFOLIO ADV CL(SCRYX)	03/07/2016	\$9.48	\$11.73	\$603	\$746	\$143	0.3% Strategic Equities
TOTAL	6,584,156					\$66,442	\$77,232	\$10,790	0.3%
888-44792	78	ADOBE SYSTEMS INC(ADBE)	07/19/2016	\$97.85	\$102.95	\$7,632	\$8,030	\$398	0.0% Strategic Equities
888-44792	28	AETNA INC(AET)	06/03/2016	\$119.76	\$124.01	\$3,353	\$3,472	\$119	0.8% Strategic Equities
888-44792	25	ALUNA INC(AET)	11/03/2014	\$82.38	\$124.01	\$2,059	\$3,100	\$1,041	0.8% Strategic Equities
888-44792	25	AETNA INC(AET)	10/17/2014	\$75.47	\$124.01	\$1,887	\$3,100	\$1,213	0.8% Strategic Equities
888-44792	119	AETNA INC(AET)	06/27/2014	\$81.49	\$124.01	\$9,698	\$14,757	\$5,059	0.8% Strategic Equities
TOTAL	197					\$16,997	\$24,430	\$7,433	0.8%
888-44792	25	ALFLEXION PHARMACEUTICALS INC(ALXN)	10/18/2016	\$121.79	\$122.35	\$3,045	\$3,059	\$14	0.0% Strategic Equities

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Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	60	ALEXION PHARMACEUTICALS INC(ALXN)	07/19/2016	\$124.05	\$122.35	\$7,443	\$7,341	(\$102)	0.0%	Strategic Equities
TOTAL	85					\$10,488	\$10,400	(\$88)	0.0%	
888-44792	65	ALLSIALT CORP(ALL)	08/17/2015	\$63.92	\$74.12	\$4,155	\$4,818	\$663	1.8%	Strategic Equities
888-44792	103	ALLSTATE CORP(ALL)	05/29/2015	\$67.58	\$74.12	\$6,961	\$7,634	\$674	1.8%	Strategic Equities
888-44792	69	ALLSTATE CORP(ALL)	02/19/2015	\$71.04	\$74.12	\$4,902	\$5,114	\$212	1.8%	Strategic Equities
TOTAL	237					\$16,017	\$17,645	\$1,549	1.8%	
888-44792	10	ALPHABET INC-CL C(GOOG)	12/12/2016	\$788.11	\$771.82	\$7,881	\$7,718	(\$163)	0.0%	Strategic Equities
888-44792	3	ALPHABET INC-CL C(GOOG)	09/08/2016	\$775.08	\$771.82	\$2,325	\$2,315	(\$10)	0.0%	Strategic Equities
888-44792	15	ALPHABET INC-CL C(GOOG)	07/23/2015	\$650.19	\$771.82	\$9,753	\$11,577	\$1,825	0.0%	Strategic Equities
888-44792	5	ALPHABET INC-CL C(GOOG)	11/03/2014	\$555.35	\$771.82	\$2,777	\$3,859	\$1,082	0.0%	Strategic Equities
888-44792	5	ALPHABET INC-CL C(GOOG)	09/12/2014	\$577.15	\$771.82	\$2,886	\$3,859	\$973	0.0%	Strategic Equities
888-44792	11	ALPHABET INC-CL C(GOOG)	06/06/2014	\$555.55	\$771.82	\$6,111	\$8,490	\$2,379	0.0%	Strategic Equities
888-44792	1	ALPHABET INC-CL C(GOOG)	12/10/2013	\$514.08	\$771.82	\$2,176	\$3,087	\$911	0.0%	Strategic Equities
888-44792	6	ALPHABET INC-CL C(GOOG)	08/17/2012	\$336.68	\$771.82	\$1,020	\$4,631	\$2,611	0.0%	Strategic Equities
888-44792	5	ALPHABET INC-CL C(GOOG)	11/22/2011	\$289.98	\$771.82	\$1,450	\$3,859	\$2,409	0.0%	Strategic Equities
888-44792	1	ALPHABET INC-CL C(GOOG)	09/29/2011	\$265.47	\$771.82	\$265	\$772	\$506	0.0%	Strategic Equities
TOTAL	65					\$37,644	\$50,168	\$12,524	0.0%	
888-44792	60	ALTRIA GROUP INC(MO)	12/09/2016	\$66.00	\$67.62	\$3,960	\$4,057	\$97	3.6%	Strategic Equities
888-44792	107	ALTRIA GROUP INC(MO)	10/12/2015	\$57.45	\$67.62	\$6,147	\$7,235	\$1,088	3.6%	Strategic Equities
888-44792	121	ALTRIA GROUP INC(MO)	10/01/2015	\$53.92	\$67.62	\$6,524	\$8,182	\$1,658	3.6%	Strategic Equities
888-44792	65	ALTRIA GROUP INC(MO)	08/26/2015	\$52.06	\$67.62	\$3,384	\$4,395	\$1,012	3.6%	Strategic Equities
888-44792	56	ALTRIA GROUP INC(MO)	08/06/2014	\$41.40	\$67.62	\$2,318	\$3,787	\$1,468	3.6%	Strategic Equities
TOTAL	409					\$22,333	\$27,906	\$5,323	3.6%	
888-44792	30	AMERICAN ELECTRIC POWER(AEP)	05/26/2016	\$64.04	\$62.96	\$1,921	\$1,889	(\$32)	3.8%	Strategic Equities
888-44792	61	AMERICAN ELECTRIC POWER(AEP)	03/08/2016	\$63.49	\$62.96	\$3,873	\$3,841	(\$32)	3.8%	Strategic Equities
888-44792	42	AMERICAN ELECTRIC POWER(AEP)	02/01/2016	\$62.35	\$62.96	\$2,619	\$2,644	\$26	3.8%	Strategic Equities
888-44792	110	AMERICAN ELECTRIC POWER(AEP)	02/18/2015	\$58.19	\$62.96	\$6,401	\$6,926	\$524	3.8%	Strategic Equities
888-44792	75	AMERICAN ELECTRIC POWER(AEP)	10/17/2014	\$54.31	\$62.96	\$4,073	\$4,722	\$649	3.8%	Strategic Equities
888-44792	58	AMERICAN ELECTRIC POWER(AEP)	05/06/2014	\$53.12	\$62.96	\$3,081	\$3,652	\$571	3.8%	Strategic Equities
TOTAL	376					\$21,968	\$23,673	\$1,705	3.8%	

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Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	126	AMERICAN INTERNATIONAL GROUP(AIG)	03/07/2016	\$52.48	\$65.31	\$6,612	\$8,229	\$1,617	2.0%	Strategic Equities
888-41792	35	AMERICAN INTERNATIONAL GROUP(AIG)	02/08/2016	\$52.13	\$65.31	\$1,824	\$2,286	\$461	2.0%	Strategic Equities
888-44792	169	AMERICAN INTERNATIONAL GROUP(AIG)	02/04/2016	\$54.32	\$65.31	\$9,181	\$11,037	\$1,857	2.0%	Strategic Equities
TOTAL	330					\$17,617	\$21,552	\$3,935	2.0%	
888-44792	78	APPLE INC(AAPL)	09/08/2016	\$105.62	\$115.82	\$2,957	\$3,243	\$286	2.0%	Strategic Equities
888-44792	16	APPLE INC(AAPL)	09/02/2015	\$110.71	\$115.82	\$1,771	\$1,853	\$82	2.0%	Strategic Equities
888-41792	66	APPLE INC(AAPL)	06/04/2015	\$129.94	\$115.82	\$8,576	\$7,644	(\$932)	2.0%	Strategic Equities
888-44792	400	APPLE INC(AAPL)	01/01/1950	\$10.79	\$115.82	\$4,314	\$46,328	\$42,014	2.0%	Strategic Equities
TOTAL	510					\$17,619	\$59,068	\$41,449	2.0%	
888-44792	110	BANK OF AMERICA CORP(BAC)	09/08/2016	\$15.88	\$22.10	\$2,223	\$3,094	\$871	1.4%	Strategic Equities
888-44792	404	BANK OF AMERICA CORP(BAC)	02/19/2016	\$12.07	\$22.10	\$4,876	\$8,928	\$4,052	1.4%	Strategic Equities
888-44792	370	BANK OF AMERICA CORP(BAC)	08/04/2015	\$17.84	\$22.10	\$6,600	\$8,177	\$1,577	1.4%	Strategic Equities
888-44792	518	BANK OF AMERICA CORP(BAC)	07/23/2015	\$18.32	\$22.10	\$9,487	\$11,448	\$1,961	1.4%	Strategic Equities
888-44792	500	BANK OF AMERICA CORP(BAC)	02/19/2013	\$12.23	\$22.10	\$6,116	\$11,050	\$4,934	1.4%	Strategic Equities
888-41792	260	BANK OF AMERICA CORP(BAC)	02/05/2013	\$11.72	\$22.10	\$3,048	\$5,746	\$2,698	1.4%	Strategic Equities
TOTAL	2,192					\$32,350	\$48,443	\$16,093	1.4%	
888-44792	15,718	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/13/2016	\$25.14	\$24.66	\$395	\$388	(\$8)	0.6%	Emerging Markets Fund
888-44792	134,062	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	07/22/2016	\$24.69	\$24.66	\$3,310	\$3,306	(\$4)	0.6%	Emerging Markets Fund
888-44792	210,872	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/24/2015	\$22.81	\$24.66	\$4,810	\$5,200	\$390	0.6%	Emerging Markets Fund
888-44792	121,949	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/08/2015	\$22.64	\$24.66	\$2,761	\$3,007	\$246	0.6%	Emerging Markets Fund
888-44792	174,529	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/09/2014	\$27.24	\$24.66	\$4,754	\$4,304	(\$450)	0.6%	Emerging Markets Fund
888-44792	1,188,253	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/10/2013	\$27.62	\$24.66	\$32,815	\$29,302	(\$3,513)	0.6%	Emerging Markets Fund
888-44792	58,386	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/10/2013	\$27.34	\$24.66	\$1,596	\$1,440	(\$156)	0.6%	Emerging Markets Fund
888-44792	68,961	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/12/2012	\$27.63	\$24.66	\$1,905	\$1,701	(\$205)	0.6%	Emerging Markets Fund
888-44792	249,816	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	12/14/2011	\$23.91	\$24.66	\$5,973	\$6,160	\$187	0.6%	Emerging Markets Fund

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Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	365.76	BERNSTEIN EMERGING MARKETS PORTFOLIO(SNEMX) ⁽¹⁾	09/29/2011	\$25.45	\$24.66	\$9,310	\$9,020	(\$291)	0.6%	Emerging Markets Fund
TOTAL	2,588.306					\$67,630	\$63,828	(\$3,803)	0.6%	
888-44792	351.155	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/13/2016	\$14.90	\$14.74	\$5,232	\$5,176	(\$56)	1.8%	International Portfolio
888-44792	362.094	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	09/08/2016	\$15.87	\$14.74	\$5,745	\$5,336	(\$409)	1.8%	International Portfolio
888-44792	269.634	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/14/2015	\$15.28	\$14.74	\$4,120	\$3,974	(\$146)	1.8%	International Portfolio
888-44792	547.073	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/08/2015	\$15.24	\$14.74	\$8,337	\$8,064	(\$274)	1.8%	International Portfolio
888-44792	1,848.524	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	03/09/2015	\$15.58	\$14.74	\$28,800	\$27,247	(\$1,553)	1.8%	International Portfolio
888-44792	881.075	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/09/2014	\$15.33	\$14.74	\$13,506	\$12,986	(\$520)	1.8%	International Portfolio
888-44792	1,580.038	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	11/28/2014	\$15.93	\$14.74	\$25,170	\$23,290	(\$1,880)	1.8%	International Portfolio
888-44792	1,432.638	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	11/03/2014	\$15.81	\$14.74	\$22,650	\$21,117	(\$1,533)	1.8%	International Portfolio
888-44792	5,945.735	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/10/2013	\$15.87	\$14.74	\$94,359	\$87,640	(\$6,719)	1.8%	International Portfolio
888-44792	1,331.148	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	05/09/2013	\$15.25	\$14.74	\$20,300	\$19,621	(\$679)	1.8%	International Portfolio
888-44792	2,744	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	04/29/2013	\$15.02	\$14.74	\$41	\$40	(\$1)	1.8%	International Portfolio
888-44792	1,438	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	02/12/2013	\$14.40	\$14.74	\$21	\$21	\$0	1.8%	International Portfolio
888-44792	727.802	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/28/2012	\$13.74	\$14.74	\$10,000	\$10,728	\$728	1.8%	International Portfolio
888-44792	949.85	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	12/12/2012	\$13.65	\$14.74	\$12,965	\$14,001	\$1,035	1.8%	International Portfolio
888-44792	33,719	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	06/28/2012	\$12.10	\$14.74	\$408	\$497	\$89	1.8%	International Portfolio
888-44792	3,389	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	05/16/2012	\$12.17	\$14.74	\$41	\$50	\$9	1.8%	International Portfolio

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Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	1,244,292	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	01/19/2012	\$13.14	\$14.74	\$16,350	\$18,341	\$1,991	1.8%	International Portfolio
888-44792	2,427,896	BERNSTEIN INTERNATIONAL PORTFOLIO(SIMTX) ⁽¹⁾	09/29/2011	\$12.76	\$14.74	\$30,980	\$35,787	\$4,807	1.8%	International Portfolio
TOTAL	19,940,104					\$299,026	\$293,917	(\$5,109)	1.8%	
888-44792	8	BIOGEN INC(BIIB)	12/03/2014	\$338.13	\$283.58	\$2,705	\$2,269	(\$436)	0.0%	Strategic Equities
888-44792	10	BIOGEN INC(BIIB)	04/28/2014	\$282.77	\$283.58	\$2,828	\$2,836	\$8	0.0%	Strategic Equities
888-44792	20	BIOGEN INC(BIIB)	01/03/2013	\$147.52	\$283.58	\$2,950	\$5,672	\$2,721	0.0%	Strategic Equities
888-44792	5	BIOGEN INC(BIIB)	08/21/2012	\$143.87	\$283.58	\$719	\$1,418	\$699	0.0%	Strategic Equities
TOTAL	43					\$9,203	\$12,194	\$2,991	0.0%	
888-44792	15	CAPITAL ONE FINANCIAL CORP(COF)	02/02/2015	\$73.38	\$87.24	\$1,834	\$2,181	\$347	1.8%	Strategic Equities
888-44792	100	CAPITAL ONE FINANCIAL CORP(COF)	02/27/2014	\$72.31	\$87.24	\$7,231	\$8,724	\$1,493	1.8%	Strategic Equities
888-44792	55	CAPITAL ONE FINANCIAL CORP(COF)	04/04/2013	\$54.78	\$87.24	\$3,013	\$4,798	\$1,785	1.8%	Strategic Equities
TOTAL	180					\$12,078	\$15,703	\$3,625	1.8%	
888-44792	17	CIGNA CORP(CI)	08/18/2016	\$133.35	\$133.39	\$2,267	\$2,268	\$1	0.0%	Strategic Equities
888-44792	33	CIGNA CORP(CI)	08/17/2016	\$132.18	\$133.39	\$4,362	\$4,402	\$40	0.0%	Strategic Equities
888-44792	54	CIGNA CORP(CI)	08/16/2016	\$132.03	\$133.39	\$7,130	\$7,203	\$73	0.0%	Strategic Equities
TOTAL	104					\$13,759	\$13,873	\$114	0.0%	
888-44792	87	CISCO SYSTEMS INC(CSCO)	11/08/2016	\$31.04	\$30.22	\$2,700	\$2,629	(\$71)	3.4%	Strategic Equities
888-44792	113	CISCO SYSTEMS INC(CSCO)	09/21/2016	\$31.17	\$30.22	\$3,522	\$3,415	(\$107)	3.4%	Strategic Equities
888-44792	364	CISCO SYSTEMS INC(CSCO)	09/20/2016	\$31.12	\$30.22	\$11,328	\$11,000	(\$328)	3.4%	Strategic Equities
TOTAL	564					\$17,550	\$17,044	(\$506)	3.4%	
888-44792	79	COMCAST CORP-CLASS A(CMCSA)	08/17/2015	\$60.06	\$69.05	\$4,745	\$5,455	\$710	1.6%	Strategic Equities
888-44792	64	COMCAST CORP-CLASS A(CMCSA)	05/29/2015	\$58.70	\$69.05	\$3,757	\$4,419	\$663	1.6%	Strategic Equities
888-44792	50	COMCAST CORP-CLASS A(CMCSA)	05/05/2014	\$52.04	\$69.05	\$2,602	\$3,453	\$851	1.6%	Strategic Equities
888-44792	75	COMCAST CORP-CLASS A(CMCSA)	02/21/2014	\$51.34	\$69.05	\$3,851	\$5,179	\$1,328	1.6%	Strategic Equities
888-44792	75	COMCAST CORP-CLASS A(CMCSA)	12/10/2013	\$49.51	\$69.05	\$3,713	\$5,179	\$1,466	1.6%	Strategic Equities
888-44792	64	COMCAST CORP-CLASS A(CMCSA)	08/16/2012	\$34.14	\$69.05	\$2,185	\$4,419	\$2,234	1.6%	Strategic Equities
TOTAL	407					\$20,852	\$28,215	\$7,252	1.6%	
888-44792	12	COSTCO WHOLESALE CORP(COST)	06/02/2016	\$150.32	\$160.11	\$1,804	\$1,921	\$117	1.1%	Strategic Equities

Holdings By Lot

As of December 30, 2016

Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	30	COSCO WHOLESALE CORP(COST)	06/01/2016	\$152.38	\$160.11	\$4,572	\$4,803	\$232	1.1%	Strategic Equities
888-44792	16	COSCO WHOLESALE CORP(COST)	11/14/2014	\$138.30	\$160.11	\$2,213	\$2,562	\$349	1.1%	Strategic Equities
888-44792	25	COSCO WHOLESALE CORP(COST)	10/17/2014	\$124.20	\$160.11	\$3,105	\$4,003	\$898	1.1%	Strategic Equities
888-44792	14	COSCO WHOLESALE CORP(COST)	01/17/2014	\$116.20	\$160.11	\$1,394	\$1,921	\$527	1.1%	Strategic Equities
TOTAL	95					\$13,088	\$15,210	\$2,123	1.1%	
888-44792	60	CVS HEALTH CORP(CVS)	03-19/2015	\$103.37	\$78.91	\$6,202	\$4,735	(\$1,467)	2.5%	Strategic Equities
888-44792	75	CVS HEALTH CORP(CVS)	02/04/2014	\$66.11	\$78.91	\$4,958	\$5,918	\$960	2.5%	Strategic Equities
888-44792	88	CVS HEALTH CORP(CVS)	01/21/2014	\$68.32	\$78.91	\$6,012	\$6,944	\$932	2.5%	Strategic Equities
TOTAL	223					\$17,172	\$17,597	\$425	2.5%	
888-44792	202	DELTA AIR LINES INC(DAL)	07/19/2016	\$40.31	\$49.19	\$8,142	\$9,936	\$1,794	1.7%	Strategic Equities
888-44792	85	DELTA AIR LINES INC(DAL)	12/24/2014	\$48.06	\$49.19	\$4,085	\$4,181	\$96	1.7%	Strategic Equities
888-44792	224	DELTA AIR LINES INC(DAL)	10/20/2014	\$35.51	\$49.19	\$7,954	\$11,019	\$3,065	1.7%	Strategic Equities
TOTAL	511					\$20,181	\$25,136	\$4,955	1.7%	
888-44792	45	DEVON ENERGY CORPORATION(DVN)	12/08/2016	\$47.58	\$45.67	\$2,141	\$2,055	(\$86)	0.5%	Strategic Equities
888-44792	44	DEVON ENERGY CORPORATION(DVN)	11/30/2016	\$47.66	\$45.67	\$2,097	\$2,009	(\$88)	0.5%	Strategic Equities
888-44792	50	DEVON ENERGY CORPORATION(DVN)	10/12/2016	\$44.55	\$45.67	\$2,228	\$2,284	\$56	0.5%	Strategic Equities
888-44792	71	DEVON ENERGY CORPORATION(DVN)	10/12/2016	\$44.43	\$45.67	\$3,155	\$3,243	\$88	0.5%	Strategic Equities
TOTAL	210					\$9,620	\$9,591	(\$30)	0.5%	
888-44792	151	DISCOVER FINANCIAL SERVICES(DFS)	04/23/2015	\$58.12	\$72.09	\$8,776	\$10,886	\$2,109	1.7%	Strategic Equities
888-44792	76	DISCOVER FINANCIAL SERVICES(DFS)	04/20/2015	\$59.25	\$72.09	\$4,503	\$5,479	\$976	1.7%	Strategic Equities
TOTAL	227					\$13,279	\$16,364	\$3,086	1.7%	
888-44792	106	DOLLAR GENERAL CORP(DG)	03/20/2015	\$75.88	\$74.07	\$8,043	\$7,851	(\$192)	1.4%	Strategic Equities
888-44792	32	DOLLAR GENERAL CORP(DG)	09/08/2014	\$63.10	\$74.07	\$2,019	\$2,370	\$351	1.4%	Strategic Equities
TOTAL	138					\$10,062	\$10,256	\$195	1.4%	
888-44792	34	DOW CHEMICAL CO/THE(DOW)	11/17/2016	\$53.13	\$57.22	\$1,806	\$1,945	\$139	3.2%	Strategic Equities
888-44792	35	DOW CHEMICAL CO/THE(DOW)	11/10/2016	\$53.97	\$57.22	\$1,889	\$2,003	\$114	3.2%	Strategic Equities
888-44792	80	DOW CHEMICAL CO/THE(DOW)	10/20/2016	\$53.78	\$57.22	\$4,303	\$4,578	\$275	3.2%	Strategic Equities
888-44792	103	DOW CHEMICAL CO/THE(DOW)	10/19/2016	\$54.04	\$57.22	\$5,566	\$5,894	\$328	3.2%	Strategic Equities
TOTAL	252					\$13,564	\$14,535	\$856	3.2%	

Holdings By Lot

As of December 30, 2016

Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain/(Loss)	Yield	Portfolio
888-44792	15	DR PEPPER SNAPPLE GROUP INC(DPS)	11/05/2014	\$69.12	\$90.67	\$1,728	\$2,267	\$539	2.3%	Strategic Equities
888-44792	40	DR PEPPER SNAPPLE GROUP INC(DPS)	07/23/2014	\$58.53	\$90.67	\$2,341	\$3,627	\$1,286	2.3%	Strategic Equities
TOTAL	65					\$4,069	\$5,928	\$1,824	2.3%	
888-44792	59	EATON CORP PLC(ETN)	10/07/2016	\$64.57	\$67.09	\$3,809	\$3,958	\$149	3.4%	Strategic Equities
888-44792	47	FATON CORP PLC(FTN)	09/19/2016	\$63.44	\$67.09	\$2,982	\$3,153	\$172	3.4%	Strategic Equities
888-44792	169	LATON CORP PLC(LTN)	09/08/2016	\$66.31	\$67.09	\$11,207	\$11,338	\$131	3.4%	Strategic Equities
TOTAL	275					\$17,998	\$18,450	\$452	3.4%	
888-44792	186	LBAY INC(EBAY)	08/14/2015	\$28.10	\$29.69	\$5,226	\$5,522	\$296	0.0%	Strategic Equities
888-44792	41	EBAY INC(EBAY)	02/02/2015	\$22.36	\$29.69	\$917	\$1,217	\$301	0.0%	Strategic Equities
888-44792	50	EBAY INC(EBAY)	11/03/2014	\$22.20	\$29.69	\$1,110	\$1,485	\$375	0.0%	Strategic Equities
888-44792	75	LBAY INC(EBAY)	10/03/2014	\$22.94	\$29.69	\$1,720	\$2,227	\$506	0.0%	Strategic Equities
888-44792	83	EBAY INC(EBAY)	05/22/2014	\$21.72	\$29.69	\$1,803	\$2,464	\$661	0.0%	Strategic Equities
TOTAL	435					\$10,776	\$12,915	\$2,139	0.0%	
888-44792	57	EDISON INTERNATIONAL(EIX)	09/19/2016	\$73.44	\$71.99	\$4,186	\$4,103	(\$83)	3.0%	Strategic Equities
888-44792	45	EDISON INTERNATIONAL(EIX)	04/25/2016	\$68.54	\$71.99	\$3,085	\$3,240	\$155	3.0%	Strategic Equities
888-44792	31	EDISON INTERNATIONAL(EIX)	08/24/2015	\$60.50	\$71.99	\$1,876	\$2,232	\$356	3.0%	Strategic Equities
888-44792	67	EDISON INTERNATIONAL(EIX)	06/26/2015	\$56.09	\$71.99	\$3,758	\$4,823	\$1,066	3.0%	Strategic Equities
888-44792	123	EDISON INTERNATIONAL(EIX)	06/25/2015	\$55.97	\$71.99	\$6,885	\$8,855	\$1,970	3.0%	Strategic Equities
TOTAL	323					\$19,788	\$23,428	\$3,464	3.0%	
888-44792	38	EDWARDS LIFSCIENCES(EW)	12/15/2016	\$90.13	\$93.70	\$3,425	\$3,561	\$136	0.0%	Strategic Equities
888-44792	28	EDWARDS LIFSCIENCES(EW)	11/07/2016	\$91.49	\$93.70	\$2,562	\$2,624	\$62	0.0%	Strategic Equities
888-44792	77	EDWARDS LIFSCIENCES(EW)	10/31/2016	\$94.00	\$93.70	\$7,238	\$7,215	(\$23)	0.0%	Strategic Equities
TOTAL	143					\$13,225	\$13,399	\$175	0.0%	
888-44792	77	EOG RESOURCES INC(EOG)	02/12/2016	\$67.53	\$101.10	\$5,200	\$7,785	\$2,585	0.7%	Strategic Equities
888-44792	56	EOG RESOURCES INC(EOG)	12/16/2015	\$76.71	\$101.10	\$4,296	\$5,662	\$1,366	0.7%	Strategic Equities
888-44792	45	EOG RESOURCES INC(EOG)	11/16/2015	\$83.69	\$101.10	\$3,766	\$4,550	\$783	0.7%	Strategic Equities
888-44792	56	EOG RESOURCES INC(EOG)	10/09/2015	\$87.80	\$101.10	\$4,917	\$5,662	\$745	0.7%	Strategic Equities
888-44792	66	EOG RESOURCES INC(EOG)	10/07/2015	\$83.64	\$101.10	\$5,520	\$6,673	\$1,152	0.7%	Strategic Equities
TOTAL	300					\$23,699	\$30,330	\$6,631	0.7%	

Holdings By Lot

As of December 30, 2016

Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	97	EXXON MOBIL CORP(XOM)	11/02/2016	\$83.39	\$90.76	\$8,089	\$8,755	\$666	3.3%	Strategic Equities
888-44792	19	EXXON MOBIL CORP(XOM)	07/15/2016	\$94.83	\$90.26	\$1,802	\$1,715	(\$87)	3.3%	Strategic Equities
888-44792	31	EXXON MOBIL CORP(XOM)	06/17/2016	\$90.71	\$90.26	\$3,084	\$3,069	(\$15)	3.3%	Strategic Equities
888-44792	139	EXXON MOBIL CORP(XOM)	05/13/2016	\$89.00	\$90.26	\$12,372	\$12,546	\$175	3.3%	Strategic Equities
888-44792	74	EXXON MOBIL CORP(XOM)	05/11/2016	\$89.09	\$90.26	\$6,593	\$6,679	\$87	3.3%	Strategic Equities
TOTAL	363					\$31,939	\$32,764	\$825	3.3%	
888-44792	26	FACEBOOK INC-A(FB)	12/21/2016	\$118.88	\$115.05	\$3,091	\$2,991	(\$100)	0.0%	Strategic Equities
888-44792	29	FACEBOOK INC-A(FB)	10/12/2016	\$128.89	\$115.05	\$3,738	\$3,336	(\$401)	0.0%	Strategic Equities
888-44792	34	FACEBOOK INC-A(FB)	09/19/2016	\$129.20	\$115.05	\$4,393	\$3,912	(\$481)	0.0%	Strategic Equities
888-44792	14	FACEBOOK INC-A(FB)	09/08/2016	\$130.14	\$115.05	\$1,822	\$1,611	(\$211)	0.0%	Strategic Equities
888-44792	52	FACEBOOK INC-A(FB)	09/04/2015	\$87.19	\$115.05	\$4,534	\$5,983	\$1,449	0.0%	Strategic Equities
888-44792	26	FACEBOOK INC-A(FB)	02/09/2015	\$74.54	\$115.05	\$1,938	\$2,991	\$1,053	0.0%	Strategic Equities
888-44792	83	FACEBOOK INC-A(FB)	02/06/2015	\$74.99	\$115.05	\$6,224	\$9,549	\$3,325	0.0%	Strategic Equities
888-44792	44	FACEBOOK INC-A(FB)	01/15/2015	\$75.44	\$115.05	\$3,319	\$5,062	\$1,743	0.0%	Strategic Equities
888-44792	25	FACEBOOK INC-A(FB)	10/15/2014	\$72.37	\$115.05	\$1,809	\$2,876	\$1,067	0.0%	Strategic Equities
888-44792	18	FACEBOOK INC-A(FB)	04/30/2014	\$58.46	\$115.05	\$1,052	\$2,071	\$1,019	0.0%	Strategic Equities
TOTAL	351					\$31,920	\$40,383	\$8,463	0.0%	
888-44792	25	FISERV INC(FISV)	10/29/2014	\$68.13	\$106.28	\$1,703	\$2,657	\$954	0.0%	Strategic Equities
888-44792	106	FISERV INC(FISV)	09/05/2014	\$65.52	\$106.28	\$6,945	\$11,266	\$4,321	0.0%	Strategic Equities
TOTAL	131					\$8,648	\$13,923	\$5,274	0.0%	
888-44792	122	GENERAL ELECTRIC CO(GE)	12/22/2016	\$31.86	\$31.60	\$3,887	\$3,855	(\$32)	3.0%	Strategic Equities
888-44792	720	GENERAL ELECTRIC CO(GE)	12/20/2016	\$32.24	\$31.60	\$7,092	\$6,952	(\$140)	3.0%	Strategic Equities
TOTAL	342					\$10,979	\$10,860	(\$172)	3.0%	
888-44792	48	GILEAD SCIENCES INC(GILD)	11/07/2016	\$74.36	\$71.61	\$3,569	\$3,437	(\$132)	2.6%	Strategic Equities
888-44792	36	GILEAD SCIENCES INC(GILD)	06/03/2016	\$86.18	\$71.61	\$3,102	\$2,578	(\$524)	2.6%	Strategic Equities
888-44792	50	GILEAD SCIENCES INC(GILD)	06/09/2014	\$78.83	\$71.61	\$3,942	\$3,581	(\$361)	2.6%	Strategic Equities
888-44792	50	GILEAD SCIENCES INC(GILD)	04/25/2014	\$74.63	\$71.61	\$3,731	\$3,581	(\$151)	2.6%	Strategic Equities
888-44792	75	GILEAD SCIENCES INC(GILD)	03/18/2014	\$77.54	\$71.61	\$5,816	\$5,371	(\$445)	2.6%	Strategic Equities
888-44792	31	GILEAD SCIENCES INC(GILD)	06/11/2013	\$52.65	\$71.61	\$1,790	\$2,435	\$645	2.6%	Strategic Equities
TOTAL	293					\$21,950	\$20,982	(\$968)	2.6%	

Holdings By Lot

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Stocks⁽¹⁾

Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	56	HALLIBURTON CO(HAL)	12/21/2016	\$54.28	\$54.09	\$3,039	\$3,029	(\$10)	1.3%	Strategic Equities
888-44792	74	HALLIBURTON CO(HAL)	12/08/2016	\$54.10	\$54.09	\$4,003	\$4,003	(\$1)	1.3%	Strategic Equities
TOTAL	130					\$7,043	\$7,032	(\$11)	1.3%	
888-44792	26	HELMERICH & PAYNE(HP)	07/15/2016	\$68.70	\$77.40	\$1,786	\$2,012	\$226	3.6%	Strategic Equities
888-44792	41	HELMERICH & PAYNE(HP)	05/27/2016	\$60.37	\$77.40	\$2,475	\$3,173	\$698	3.6%	Strategic Equities
888-44792	35	HELMERICH & PAYNE(HP)	04/29/2016	\$65.44	\$77.40	\$2,290	\$4,709	\$419	3.6%	Strategic Equities
888-44792	26	HELMERICH & PAYNE(HP)	04/18/2016	\$59.65	\$77.40	\$1,551	\$2,012	\$462	3.6%	Strategic Equities
TOTAL	128					\$8,103	\$9,907	\$1,805	3.6%	
888-44792	57	HESS CORP(HES)	08/05/2016	\$54.18	\$62.29	\$3,088	\$3,551	\$462	1.6%	Strategic Equities
888-44792	56	HESS CORP(HES)	08/04/2016	\$54.12	\$62.29	\$3,030	\$3,488	\$458	1.6%	Strategic Equities
888-44792	38	HESS CORP(HES)	05/02/2016	\$59.00	\$62.29	\$2,242	\$2,367	\$125	1.6%	Strategic Equities
888-44792	74	HESS CORP(HES)	04/14/2016	\$56.93	\$62.29	\$4,213	\$4,609	\$397	1.6%	Strategic Equities
888-44792	77	HESS CORP(HES)	03/22/2016	\$54.11	\$62.29	\$4,166	\$4,796	\$630	1.6%	Strategic Equities
888-44792	36	HESS CORP(HES)	03/11/2015	\$69.82	\$62.29	\$2,513	\$2,242	(\$271)	1.6%	Strategic Equities
888-44792	27	HESS CORP(HES)	01/13/2015	\$67.54	\$62.29	\$1,824	\$1,682	(\$142)	1.6%	Strategic Equities
888-44792	11	HESS CORP(HES)	03/05/2014	\$80.37	\$62.29	\$884	\$685	(\$199)	1.6%	Strategic Equities
TOTAL	376					\$21,961	\$23,421	\$1,460	1.6%	
888-44792	46	HEWLETT PACKARD ENTERPRIS(HPE)	01/07/2015	\$21.58	\$23.14	\$993	\$1,064	\$72	1.1%	Strategic Equities
888-44792	100	HEWLETT PACKARD ENTERPRIS(HPE)	09/29/2014	\$19.17	\$23.14	\$1,917	\$2,314	\$397	1.1%	Strategic Equities
888-44792	100	HEWLETT PACKARD ENTERPRIS(HPE)	04/12/2012	\$13.56	\$23.14	\$1,356	\$2,314	\$958	1.1%	Strategic Equities
888-44792	100	HEWLETT PACKARD ENTERPRIS(HPE)	02/27/2012	\$14.41	\$23.14	\$1,441	\$2,314	\$873	1.1%	Strategic Equities
888-44792	100	HEWLETT PACKARD ENTERPRIS(HPE)	12/21/2011	\$13.91	\$23.14	\$1,391	\$2,314	\$923	1.1%	Strategic Equities
888-44792	100	HEWLETT PACKARD ENTERPRIS(HPE)	11/23/2011	\$14.16	\$23.14	\$1,416	\$2,314	\$898	1.1%	Strategic Equities
888-44792	66	HEWLETT PACKARD ENTERPRIS(HPE)	09/29/2011	\$13.08	\$23.14	\$863	\$1,527	\$664	1.1%	Strategic Equities
TOTAL	612					\$9,376	\$14,201	\$4,786	1.1%	
888-44792	75	HOME DEPOT INC(HD)	12/13/2013	\$79.16	\$134.08	\$5,937	\$10,056	\$4,119	2.1%	Strategic Equities
888-44792	50	HOME DEPOT INC(HD)	02/27/2013	\$67.83	\$134.08	\$3,391	\$6,704	\$3,313	2.1%	Strategic Equities
888-44792	75	HOME DEPOT INC(HD)	08/17/2012	\$56.92	\$134.08	\$4,269	\$10,056	\$5,787	2.1%	Strategic Equities
888-44792	22	HOME DEPOT INC(HD)	07/13/2012	\$52.01	\$134.08	\$1,144	\$2,950	\$1,806	2.1%	Strategic Equities
TOTAL	222					\$14,741	\$29,766	\$15,025	2.1%	

Holdings By Lot

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Stocks⁽¹⁾

Account Number	Qty.	Holder(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	60	HONEYWELL INTERNATIONAL INC(HON)	10/18/2016	\$108.00	\$115.85	\$6,480	\$6,951	\$471	2.3%	Strategic Equities
888-44792	76	HONEYWELL INTERNATIONAL INC(HON)	04/28/2016	\$115.42	\$115.85	\$8,772	\$8,805	\$33	2.3%	Strategic Equities
888-14792	34	HONEYWELL INTERNATIONAL INC(HON)	04/22/2016	\$112.90	\$115.85	\$3,839	\$3,939	\$100	2.3%	Strategic Equities
TOTAL	170					\$19,090	\$19,695	\$604	2.3%	
888-44792	138	HP INC(HPO)	04/15/2016	\$12.60	\$14.84	\$1,739	\$2,048	\$309	3.6%	Strategic Equities
888-44792	46	HP INC(HPO)	01/07/2015	\$17.94	\$14.84	\$825	\$683	(\$143)	3.6%	Strategic Equities
888-44792	100	HP INC(HPO)	09/29/2014	\$15.94	\$14.84	\$1,594	\$1,484	(\$110)	3.6%	Strategic Equities
888-14792	100	HP INC(HPO)	04/12/2012	\$11.27	\$14.84	\$1,127	\$1,484	\$357	3.6%	Strategic Equities
888-44792	100	HP INC(HPO)	02/27/2012	\$11.98	\$14.84	\$1,198	\$1,484	\$286	3.6%	Strategic Equities
888-44792	100	HP INC(HPO)	12/21/2011	\$11.57	\$14.84	\$1,157	\$1,484	\$327	3.6%	Strategic Equities
888-14792	100	HP INC(HPO)	11/23/2011	\$11.77	\$14.84	\$1,177	\$1,484	\$307	3.6%	Strategic Equities
888-44792	268	HP INC(HPO)	09/29/2011	\$10.87	\$14.84	\$2,914	\$3,977	\$1,063	3.6%	Strategic Equities
TOTAL	952					\$11,732	\$14,254	\$2,396	3.6%	
888-44792	78	INTEL CORP(INTC)	11/07/2016	\$34.52	\$36.27	\$2,692	\$2,829	\$137	2.9%	Strategic Equities
888-44792	84	INTEL CORP(INTC)	10/10/2016	\$38.08	\$36.27	\$3,199	\$3,047	(\$152)	2.9%	Strategic Equities
888-44792	157	INTEL CORP(INTC)	05/16/2016	\$30.35	\$36.27	\$4,764	\$5,694	\$930	2.9%	Strategic Equities
888-44792	170	INTEL CORP(INTC)	02/24/2016	\$28.76	\$36.27	\$4,889	\$6,166	\$1,277	2.9%	Strategic Equities
888-44792	194	INTEL CORP(INTC)	02/18/2016	\$29.62	\$36.27	\$5,747	\$7,036	\$1,289	2.9%	Strategic Equities
TOTAL	683					\$21,292	\$24,772	\$3,481	2.9%	
888-44792	13	INTL BUSINESS MACHINES CORP(IBM)	12/13/2016	\$168.58	\$165.99	\$2,192	\$2,158	(\$34)	3.4%	Strategic Equities
888-44792	41	INTL BUSINESS MACHINES CORP(IBM)	11/03/2016	\$152.31	\$165.99	\$6,245	\$6,806	\$561	3.4%	Strategic Equities
888-44792	30	INTL BUSINESS MACHINES CORP(IBM)	10/31/2016	\$153.56	\$165.99	\$4,607	\$4,980	\$373	3.4%	Strategic Equities
TOTAL	84					\$13,043	\$13,943	\$900	3.4%	
888-44792	3	INTUITIVE SURGICAL INC(ISRG)	11/03/2016	\$672.94	\$634.17	\$2,019	\$1,903	(\$116)	0.0%	Strategic Equities
888-44792	4	INTUITIVE SURGICAL INC(ISRG)	02/09/2015	\$505.37	\$634.17	\$2,021	\$2,537	\$515	0.0%	Strategic Equities
888-44792	8	INTUITIVE SURGICAL INC(ISRG)	04/22/2014	\$423.31	\$634.17	\$2,387	\$5,073	\$1,687	0.0%	Strategic Equities
TOTAL	15					\$7,427	\$9,513	\$2,086	0.0%	
888-44792	17	JOHNSON & JOHNSON(JNJ)	11/08/2016	\$117.34	\$115.21	\$1,995	\$1,959	(\$36)	2.8%	Strategic Equities
888-44792	18	JOHNSON & JOHNSON(JNJ)	11/28/2014	\$108.29	\$115.21	\$1,949	\$2,074	\$125	2.8%	Strategic Equities
888-44792	50	JOHNSON & JOHNSON(JNJ)	12/10/2013	\$94.20	\$115.21	\$4,710	\$5,761	\$1,050	2.8%	Strategic Equities

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Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	150	JOHNSON & JOHNSON(JNJ)	10/11/2011	\$64.01	\$115.21	\$9,601	\$17,282	\$7,680	2.8%	Strategic Equities
TOTAL	235					\$18,255	\$27,074	\$8,819	2.8%	
888-44792	0	KIMBERLY-CLARK CORP(KMB)	01/01/1950	\$0.00	\$114.12	\$0	\$0	\$0	0.0%	Strategic Equities
888-44792	115	KROGER CO(KR)	10/12/2016	\$31.15	\$34.51	\$3,582	\$3,969	\$386	1.4%	Strategic Equities
888-44792	72	KROGER CO(KR)	09/19/2016	\$31.08	\$34.51	\$2,238	\$2,485	\$247	1.4%	Strategic Equities
888-44792	65	KROGER CO(KR)	08/18/2016	\$32.18	\$34.51	\$2,092	\$2,243	\$152	1.4%	Strategic Equities
888-44792	60	KROGER CO(KR)	09/03/2015	\$34.69	\$34.51	\$2,082	\$2,071	(\$11)	1.4%	Strategic Equities
888-44792	200	KROGER CO(KR)	02/17/2012	\$12.01	\$34.51	\$2,401	\$6,902	\$4,501	1.4%	Strategic Equities
888-44792	152	KROGER CO(KR)	02/09/2012	\$11.86	\$34.51	\$1,803	\$5,246	\$3,442	1.4%	Strategic Equities
TOTAL	664					\$14,197	\$22,915	\$8,717	1.4%	
888-44792	16	L-3 COMMUNICATIONS HOLDINGS COMMON STOCK(LLL)	08/27/2015	\$107.75	\$152.11	\$1,724	\$2,434	\$710	1.8%	Strategic Equities
888-44792	27	L-3 COMMUNICATIONS HOLDINGS COMMON STOCK(LLL)	02/02/2015	\$122.76	\$152.11	\$3,314	\$4,107	\$793	1.8%	Strategic Equities
888-44792	44	L-3 COMMUNICATIONS HOLDINGS COMMON STOCK(LLL)	12/03/2014	\$123.15	\$152.11	\$5,418	\$6,693	\$1,274	1.8%	Strategic Equities
888-44792	34	L-3 COMMUNICATIONS HOLDINGS COMMON STOCK(LLL)	11/14/2014	\$119.61	\$152.11	\$4,067	\$5,172	\$1,105	1.8%	Strategic Equities
TOTAL	121					\$14,524	\$18,405	\$3,882	1.8%	
888-44792	198	MAGNA INTERNATIONAL INC(MGA)	07/30/2015	\$54.22	\$43.40	\$10,736	\$8,593	(\$2,143)	2.3%	Strategic Equities
888-44792	16	MCKESSON CORP(MCK)	10/24/2016	\$162.25	\$140.45	\$2,596	\$2,247	(\$349)	0.8%	Strategic Equities
888-44792	9	MCKESSON CORP(MCK)	01/08/2015	\$216.37	\$140.45	\$1,947	\$1,264	(\$683)	0.8%	Strategic Equities
888-44792	32	MCKESSON CORP(MCK)	01/07/2015	\$713.04	\$140.45	\$6,817	\$4,494	(\$2,323)	0.8%	Strategic Equities
888-44792	23	MCKESSON CORP(MCK)	12/03/2014	\$211.39	\$140.45	\$4,862	\$3,230	(\$1,632)	0.8%	Strategic Equities
TOTAL	80					\$16,222	\$11,258	(\$4,986)	0.8%	
888-44792	61	MILCK & CO. INC (MRK)	06/10/2016	\$56.94	\$58.87	\$3,473	\$3,591	\$118	3.2%	Strategic Equities
888-44792	32	MERCK & CO. INC (MRK)	02/12/2015	\$58.81	\$58.87	\$1,882	\$1,884	\$2	3.2%	Strategic Equities
888-44792	175	MERCK & CO. INC.(MRK)	09/20/2012	\$44.75	\$58.87	\$5,594	\$7,359	\$1,765	3.2%	Strategic Equities
TOTAL	218					\$10,949	\$12,936	\$1,885	3.2%	
888-44792	40	MICROSOFT CORP(MSFT)	09/08/2016	\$57.36	\$62.14	\$2,295	\$2,486	\$191	2.5%	Strategic Equities
888-44792	139	MICROSOFT CORP(MSFT)	06/03/2015	\$47.46	\$62.14	\$6,597	\$8,637	\$2,041	2.5%	Strategic Equities
888-44792	272	MICROSOFT CORP(MSFT)	04/30/2015	\$49.11	\$62.14	\$13,359	\$16,902	\$3,543	2.5%	Strategic Equities
888-44792	45	MICROSOFT CORP(MSFT)	03/06/2015	\$42.90	\$62.14	\$1,930	\$2,796	\$866	2.5%	Strategic Equities
888-44792	44	MICROSOFT CORP(MSFT)	02/25/2015	\$43.99	\$62.14	\$1,935	\$2,734	\$799	2.5%	Strategic Equities

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Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	112	MICROSOFT CORP(MSI 1)	10/27/2014	\$45.88	\$62.14	\$5,138	\$6,960	\$1,821	2.5%	Strategic Equities
TOTAL	652					\$31,254	\$40,515	\$9,261	2.5%	
888-44792	45	NIELSEN HOLDINGS PLC(NLSN)	12/09/2016	\$42.70	\$41.95	\$1,921	\$1,888	(\$34)	3.0%	Strategic Equities
888-44792	56	NIELSEN HOLDINGS PLC(NLSN)	10/21/2016	\$54.24	\$41.95	\$3,037	\$2,349	(\$688)	3.0%	Strategic Equities
888-44792	35	NIFI SFN HOLDINGS PLC(NLSN)	10/19/2016	\$54.10	\$41.95	\$1,893	\$1,468	(\$425)	3.0%	Strategic Equities
888-44792	58	NIELSEN HOLDINGS PLC(NLSN)	10/17/2016	\$53.52	\$41.95	\$3,104	\$2,433	(\$671)	3.0%	Strategic Equities
888-44792	54	NIELSEN HOLDINGS PLC(NLSN)	10/14/2016	\$53.52	\$41.95	\$2,890	\$2,265	(\$625)	3.0%	Strategic Equities
TOTAL	248					\$12,847	\$10,404	(\$2,443)	3.0%	
888-44792	55	NIKE INC -CL B(NKE)	06/03/2016	\$54.08	\$50.83	\$2,975	\$2,796	(\$179)	1.4%	Strategic Equities
888-44792	50	NIKE INC -CL B(NKE)	11/03/2014	\$46.66	\$50.83	\$2,333	\$2,542	\$209	1.4%	Strategic Equities
888-44792	150	NIKE INC -CL B(NKL)	09/05/2014	\$40.12	\$50.83	\$6,018	\$7,625	\$1,606	1.4%	Strategic Equities
888-44792	100	NIKE INC -CL B(NKE)	03/19/2014	\$39.93	\$50.83	\$3,993	\$5,083	\$1,090	1.4%	Strategic Equities
888-44792	88	NIKE INC -CL B(NKE)	01/08/2014	\$38.71	\$50.83	\$3,406	\$4,473	\$1,067	1.4%	Strategic Equities
TOTAL	443					\$18,725	\$22,597	\$3,793	1.4%	
888-44792	137	NISOURCE INC(NI)	12/14/2016	\$22.00	\$22.14	\$3,014	\$3,033	\$19	3.0%	Strategic Equities
888-44792	116	NISOURCE INC(NI)	07/15/2016	\$26.00	\$22.14	\$3,016	\$2,568	(\$448)	3.0%	Strategic Equities
888-44792	160	NISOURCE INC(NI)	07/05/2016	\$26.76	\$22.14	\$4,281	\$3,542	(\$739)	3.0%	Strategic Equities
TOTAL	413					\$10,312	\$9,144	(\$1,168)	3.0%	
888-44792	33	NORTHROP GRUMMAN CORP(NOC)	06/10/2015	\$158.48	\$232.58	\$5,230	\$7,675	\$2,445	1.6%	Strategic Equities
888-44792	29	NORTHROP GRUMMAN CORP(NOC)	06/03/2015	\$160.62	\$232.58	\$4,658	\$6,745	\$2,087	1.6%	Strategic Equities
888-44792	14	NORTHROP GRUMMAN CORP(NOC)	06/01/2015	\$159.83	\$232.58	\$2,238	\$3,256	\$1,019	1.6%	Strategic Equities
TOTAL	76					\$12,125	\$17,676	\$5,551	1.6%	
888-44792	89	ONEMAIN HOLDINGS INC(OMF)	03/09/2016	\$23.98	\$22.14	\$2,134	\$1,970	(\$164)	0.0%	Strategic Equities
888-44792	193	ONEMAIN HOLDINGS INC(OMF)	02/17/2016	\$23.62	\$22.14	\$4,560	\$4,273	(\$287)	0.0%	Strategic Equities
TOTAL	282					\$6,694	\$6,243	(\$450)	0.0%	
888-44792	87	ORACLE CORP(ORCL)	10/21/2016	\$37.93	\$38.45	\$3,300	\$3,315	\$46	1.6%	Strategic Equities
888-44792	167	ORACLE CORP(ORCL)	07/19/2016	\$41.31	\$38.45	\$6,898	\$6,421	(\$477)	1.6%	Strategic Equities
888-44792	89	ORACLE CORP(ORCL)	09/01/2015	\$36.40	\$38.45	\$3,240	\$3,422	\$182	1.6%	Strategic Equities
888-44792	151	ORACLE CORP(ORCL)	08/17/2015	\$39.64	\$38.45	\$5,985	\$5,806	(\$179)	1.6%	Strategic Equities

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Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44/92	125	ORACL CORP(ORCL)	07/02/2014	\$41.11	\$38.45	\$5,139	\$4,806	(\$333)	1.6%	Strategic Equities
TOTAL	619					\$24,562	\$23,801	(\$762)	1.6%	
888-44/92	39	OSHKOSH CORP(OSK)	10/07/2016	\$55.44	\$64.61	\$2,162	\$2,520	\$358	1.3%	Strategic Equities
888-44/92	88	OSHKOSH CORP(OSK)	09/09/2016	\$55.43	\$64.61	\$4,878	\$5,686	\$808	1.3%	Strategic Equities
TOTAL	127					\$7,040	\$8,205	\$1,165	1.3%	
888-44/92	14	PALO ALTO NETWORKS INC(PANW)	06/03/2016	\$138.89	\$125.05	\$1,944	\$1,751	(\$194)	0.0%	Strategic Equities
888-44/92	41	PALO ALTO NETWORKS INC(PANW)	06/02/2016	\$138.80	\$125.05	\$5,691	\$5,127	(\$564)	0.0%	Strategic Equities
TOTAL	55					\$7,635	\$6,878	(\$758)	0.0%	
888-44/92	36	PEPSICO INC(PFP)	07/10/2015	\$95.40	\$104.63	\$3,434	\$3,767	\$332	2.9%	Strategic Equities
888-44/92	87	PEPSICO INC(PFP)	06/04/2015	\$94.75	\$104.63	\$8,244	\$9,103	\$859	2.9%	Strategic Equities
888-44/92	80	PEPSICO INC(PFP)	05/11/2015	\$96.75	\$104.63	\$7,740	\$8,370	\$630	2.9%	Strategic Equities
TOTAL	203					\$19,418	\$21,393	\$1,822	2.9%	
888-44/92	76	PFIZER INC(PFE)	06/10/2016	\$35.27	\$32.48	\$2,681	\$2,468	(\$212)	3.9%	Strategic Equities
888-44/92	53	PFIZER INC(PFE)	05/26/2016	\$34.49	\$32.48	\$1,828	\$1,721	(\$107)	3.9%	Strategic Equities
888-44/92	752	PIZLER INC(PIL)	01/01/1950	\$0.00	\$32.48	\$0	\$24,425	\$24,425	3.9%	Strategic Equities
TOTAL	881					\$4,509	\$28,615	\$24,106	3.9%	
888-44/92	5	PRICELINE GROUP INC(PCLN)	12/05/2014	\$1,136.53	\$1,466.06	\$5,683	\$7,330	\$1,648	0.0%	Strategic Equities
888-44/92	5	PRICELINE GROUP INC(PCLN)	05/23/2013	\$796.36	\$1,466.06	\$3,982	\$7,330	\$3,349	0.0%	Strategic Equities
TOTAL	10					\$9,664	\$14,661	\$4,996	0.0%	
888-44/92	98	PROGRESSIVE CORP(PGR)	07/25/2016	\$33.02	\$35.50	\$3,236	\$3,479	\$243	0.0%	Strategic Equities
888-44/92	197	PROGRESSIVE CORP(PGR)	07/21/2016	\$32.73	\$35.50	\$6,447	\$6,994	\$547	0.0%	Strategic Equities
888-44/92	98	PROGRESSIVE CORP(PGR)	07/20/2016	\$32.90	\$35.50	\$3,224	\$3,479	\$255	0.0%	Strategic Equities
TOTAL	393					\$12,907	\$13,952	\$1,045	0.0%	
888-44/92	108	ROSS STORES INC(ROST)	10/09/2015	\$48.85	\$65.60	\$5,276	\$7,085	\$1,809	0.8%	Strategic Equities
888-44/92	41	SCHLUMBERGER LTD(SLB)	05/31/2016	\$76.40	\$83.95	\$3,132	\$3,442	\$310	2.4%	Strategic Equities
888-44/92	81	SCHLUMBERGER LTD(SLB)	02/10/2016	\$68.22	\$83.95	\$5,526	\$6,800	\$1,274	2.4%	Strategic Equities
888-44/92	25	SCHLUMBERGER LTD(SLB)	10/21/2014	\$97.31	\$83.95	\$2,433	\$2,099	(\$334)	2.4%	Strategic Equities
888-44/92	25	SCHLUMBERGER LTD(SLB)	05/21/2014	\$101.40	\$83.95	\$2,535	\$2,099	(\$436)	2.4%	Strategic Equities
888-44/92	95	SCHLUMBERGER LTD(SLB)	07/23/2013	\$83.66	\$83.95	\$7,948	\$7,975	\$27	2.4%	Strategic Equities

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Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
TOTAL	267					\$21,575	\$22,548	\$840	2.4%	
888-44792	62	SCALED AIR CORP(SFF)	07/16/2015	\$53.01	\$45.34	\$3,287	\$2,811	(\$476)	1.4%	Strategic Equities
888-44792	159	SCALED AIR CORP(SLL)	06/24/2015	\$51.66	\$45.34	\$8,215	\$7,209	(\$1,006)	1.4%	Strategic Equities
TOTAL	221					\$11,501	\$10,020	(\$1,481)	1.4%	
888-44792	69	STARBUCKS CORP(SBUX)	10/12/2016	\$53.18	\$55.52	\$3,670	\$3,831	\$161	1.8%	Strategic Equities
888-44792	100	STARBUCKS CORP(SBUX)	10/07/2014	\$37.39	\$55.52	\$3,739	\$5,552	\$1,813	1.8%	Strategic Equities
888-44792	201	STARBUCKS CORP(SBUX)	09/29/2014	\$37.50	\$55.52	\$7,538	\$11,160	\$3,622	1.8%	Strategic Equities
TOTAL	370					\$14,947	\$20,542	\$5,596	1.8%	
888-44792	57	SYNCHRONY FINANCIAL(SYF)	03/04/2016	\$28.76	\$36.27	\$1,639	\$2,067	\$428	1.4%	Strategic Equities
888-44792	119	SYNCHRONY FINANCIAL(SYF)	02/25/2016	\$27.60	\$36.27	\$3,285	\$4,316	\$1,031	1.4%	Strategic Equities
888-44792	100	SYNCHRONY FINANCIAL(SYF)	12/30/2015	\$30.55	\$36.27	\$3,055	\$3,627	\$572	1.4%	Strategic Equities
888-44792	102	SYNCHRONY FINANCIAL(SYF)	12/21/2015	\$29.71	\$36.27	\$3,031	\$3,700	\$669	1.4%	Strategic Equities
888-44792	169	SYNCHRONY FINANCIAL(SYF)	12/11/2015	\$30.32	\$36.27	\$5,123	\$6,130	\$1,006	1.4%	Strategic Equities
TOTAL	547					\$16,133	\$19,840	\$3,706	1.4%	
888-44792	31	ILXAS INSTRUMENTS INC(TXN)	10/10/2016	\$70.21	\$72.97	\$2,176	\$2,262	\$86	2.7%	Strategic Equities
888-44792	238	TEXAS INSTRUMENTS INC(TXN)	07/21/2016	\$65.01	\$72.97	\$15,472	\$17,367	\$1,895	2.7%	Strategic Equities
TOTAL	269					\$17,648	\$19,629	\$1,981	2.7%	
888-44792	245	T-MOBILE US INC(TMUS)	09/12/2016	\$45.00	\$57.51	\$11,025	\$14,090	\$3,064	0.0%	Strategic Equities
888-44792	26	TYSON FOODS INC-CL A(TSN)	07/15/2016	\$69.76	\$61.68	\$1,814	\$1,604	(\$210)	1.5%	Strategic Equities
888-44792	49	TYSON FOODS INC-CL A(TSN)	06/07/2016	\$61.15	\$61.68	\$2,997	\$3,022	\$26	1.5%	Strategic Equities
888-44792	55	TYSON FOODS INC-CL A(TSN)	04/25/2016	\$64.24	\$61.68	\$3,533	\$3,392	(\$141)	1.5%	Strategic Equities
888-44792	48	TYSON FOODS INC-CL A(TSN)	03/11/2016	\$67.30	\$61.68	\$3,230	\$2,961	(\$270)	1.5%	Strategic Equities
888-44792	51	TYSON FOODS INC-CL A(TSN)	03/10/2016	\$66.36	\$61.68	\$3,384	\$3,146	(\$238)	1.5%	Strategic Equities
TOTAL	229					\$14,958	\$14,125	(\$833)	1.5%	
888-44792	35	UNITED TECHNOLOGIES CORP(UTX)	08/18/2016	\$109.13	\$109.62	\$3,820	\$3,837	\$17	2.4%	Strategic Equities
888-44792	21	UNITED TECHNOLOGIES CORP(UTX)	05/02/2016	\$104.38	\$109.62	\$2,192	\$2,302	\$110	2.4%	Strategic Equities
888-44792	22	UNITED TECHNOLOGIES CORP(UTX)	03/31/2015	\$117.73	\$109.62	\$2,590	\$2,412	(\$178)	2.4%	Strategic Equities
888-44792	56	UNITED TECHNOLOGIES CORP(UTX)	03/25/2015	\$118.59	\$109.62	\$6,641	\$6,139	(\$502)	2.4%	Strategic Equities
888-44792	39	UNITED TECHNOLOGIES CORP(UTX)	03/23/2015	\$119.14	\$109.62	\$4,646	\$4,275	(\$371)	2.4%	Strategic Equities

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Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
TOTAL	173					\$19,889	\$18,964	(\$925)	2.4%	
888-44792	29	UNITEDHEALTH GROUP INC(UNH)	10/19/2016	\$145.57	\$160.04	\$4,222	\$4,641	\$420	1.6%	Strategic Equities
888-44792	52	UNITEDHEALTH GROUP INC(UNH)	10/12/2015	\$121.28	\$160.04	\$6,306	\$8,322	\$2,016	1.0%	Strategic Equities
888-41792	68	UNITEDHEALTH GROUP INC(UNH)	08/26/2015	\$111.79	\$160.04	\$7,602	\$10,883	\$3,281	1.6%	Strategic Equities
TOTAL	149					\$18,130	\$23,846	\$5,716	1.6%	
888-41792	209	US BANCORP(USB)	01/08/2015	\$43.99	\$51.37	\$9,195	\$10,736	\$1,542	2.2%	Strategic Equities
888-44792	236	US BANCORP(USB)	02/21/2014	\$40.46	\$51.37	\$9,548	\$12,123	\$2,576	2.7%	Strategic Equities
TOTAL	445					\$18,742	\$22,984	\$4,118	2.2%	
888-44792	112	VERIZON COMMUNICATIONS INC(VZ)	02/29/2016	\$51.17	\$53.38	\$5,731	\$5,979	\$248	4.3%	Strategic Equities
888-44792	151	VERIZON COMMUNICATIONS INC(VZ)	02/02/2016	\$50.11	\$53.38	\$7,566	\$8,060	\$494	4.3%	Strategic Equities
888-41792	196	VERIZON COMMUNICATIONS INC(VZ)	12/17/2015	\$46.31	\$53.38	\$9,077	\$10,462	\$1,386	4.3%	Strategic Equities
TOTAL	459					\$22,374	\$24,501	\$2,128	4.3%	
888-44792	111	VISA INC - CLASS A SHARES(V)	09/12/2016	\$81.56	\$78.02	\$9,053	\$8,660	(\$393)	0.9%	Strategic Equities
888-44792	32	VISA INC - CLASS A SHARES(V)	11/14/2014	\$62.49	\$78.02	\$2,000	\$7,497	\$497	0.9%	Strategic Equities
888-44792	120	VISA INC - CLASS A SHARES(V)	03/07/2014	\$56.36	\$78.02	\$6,763	\$9,362	\$2,599	0.9%	Strategic Equities
888-41792	165	VISA INC - CLASS A SHARES(V)	06/27/2012	\$30.73	\$78.02	\$5,070	\$12,873	\$7,803	0.9%	Strategic Equities
TOTAL	428					\$22,886	\$33,393	\$10,506	0.9%	
888-41792	31	WALT DISNEY CO/THE(DIS)	11/24/2014	\$90.49	\$104.22	\$2,805	\$3,231	\$426	1.5%	Strategic Equities
888-44792	25	WALT DISNEY CO/THE(DIS)	11/12/2014	\$89.86	\$104.22	\$2,246	\$2,606	\$359	1.5%	Strategic Equities
888-44792	50	WALT DISNEY CO/THE(DIS)	10/17/2014	\$83.81	\$104.22	\$4,190	\$5,211	\$1,021	1.5%	Strategic Equities
888-41792	25	WALT DISNEY CO/THE(DIS)	10/07/2014	\$87.83	\$104.22	\$2,196	\$2,606	\$410	1.5%	Strategic Equities
888-14792	50	WALT DISNEY CO/THE(DIS)	02/21/2014	\$80.20	\$104.22	\$4,010	\$5,211	\$1,201	1.5%	Strategic Equities
888-44792	10	WALT DISNEY CO/THE(DIS)	02/15/2012	\$41.47	\$104.22	\$415	\$1,042	\$627	1.5%	Strategic Equities
TOTAL	191					\$15,863	\$20,055	\$4,043	1.5%	
888-44792	94	WELLS FARGO & COMPANY(WFC)	11/11/2016	\$51.13	\$55.11	\$4,807	\$5,180	\$374	2.8%	Strategic Equities
888-41792	58	WELLS FARGO & COMPANY(WFC)	10/14/2016	\$45.00	\$55.11	\$2,610	\$3,196	\$587	2.8%	Strategic Equities
888-14792	41	WELLS FARGO & COMPANY(WFC)	09/08/2016	\$49.79	\$55.11	\$2,191	\$2,425	\$234	2.8%	Strategic Equities
888-44792	80	WELLS FARGO & COMPANY(WFC)	09/14/2015	\$52.67	\$55.11	\$4,214	\$4,409	\$195	2.8%	Strategic Equities
888-41792	88	WELLS FARGO & COMPANY(WFC)	09/03/2015	\$52.76	\$55.11	\$4,643	\$4,850	\$207	2.8%	Strategic Equities

Holdings By Lot

As of December 30, 2016

Stocks⁽¹⁾

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	38	WELLS FARGO & COMPANY(WFC)	11/28/2014	\$54.41	\$55.11	\$2,068	\$2,094	\$26	2.8%	Strategic Equities
888-41792	150	WELLS FARGO & COMPANY(WFC)	06/19/2014	\$52.00	\$55.11	\$7,800	\$8,267	\$466	2.8%	Strategic Equities
888-14792	100	WELLS FARGO & COMPANY(WFC)	12/10/2013	\$44.23	\$55.11	\$4,423	\$5,511	\$1,088	2.8%	Strategic Equities
888-44792	100	WELLS FARGO & COMPANY(WFC)	03/22/2012	\$33.42	\$55.11	\$3,342	\$5,511	\$2,169	2.8%	Strategic Equities
888-41792	187	WELLS FARGO & COMPANY(WFC)	03/21/2012	\$34.23	\$55.11	\$6,402	\$10,306	\$3,904	2.8%	Strategic Equities
TOTAL	939					\$42,500	\$51,748	\$9,248	2.8%	
888-41792	299	XEROX CORP(XRX)	12/21/2015	\$10.26	\$8.73	\$3,069	\$2,610	(\$459)	3.6%	Strategic Equities
888-14792	316	XEROX CORP(XRX)	12/18/2015	\$10.16	\$8.73	\$3,211	\$2,759	(\$452)	3.6%	Strategic Equities
888-44792	167	XLROX CORP(XRX)	11/17/2015	\$10.25	\$8.73	\$1,712	\$1,458	(\$254)	3.6%	Strategic Equities
888-41792	400	XEROX CORP(XRX)	04/03/2014	\$11.68	\$8.73	\$4,673	\$3,492	(\$1,181)	3.6%	Strategic Equities
888-14792	324	XEROX CORP(XRX)	01/30/2014	\$11.02	\$8.73	\$3,570	\$2,829	(\$742)	3.6%	Strategic Equities
TOTAL	1,506					\$16,234	\$13,264	(\$3,087)	3.6%	
888-14792	68	XILINX INC(XLNX)	05/17/2016	\$43.79	\$60.37	\$2,977	\$4,105	\$1,128	2.2%	Strategic Equities
888-44792	96	XILINX INC(XLNX)	05/16/2016	\$43.53	\$60.37	\$4,179	\$5,796	\$1,616	2.2%	Strategic Equities
888-41792	52	XILINX INC(XLNX)	04/15/2016	\$46.22	\$60.37	\$2,403	\$3,139	\$736	2.2%	Strategic Equities
888-14792	108	XILINX INC(XLNX)	01/26/2016	\$47.99	\$60.37	\$5,183	\$6,520	\$1,337	2.2%	Strategic Equities
TOTAL	324					\$14,744	\$19,560	\$4,816	2.2%	
TOTAL Stocks						\$2,161,738	\$2,477,465	\$315,728	1.6%	
							\$1,958 AI			

Alternative Investments

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
028-09086	811.853	AB MULTI-MANAGER ALTERNATIVE FUND(AB15670)	12/31/2015	\$10.57	\$10.56	\$8,581	\$8,573	(\$8)	0.0%	AB Multi-Manager Alternative Fund
078-09086	30,790.441	AB MULTI-MANAGER ALTERNATIVE FUND(AB15670)	10/01/2015	\$10.88	\$10.56	\$335,000	\$325,147	(\$9,853)	0.0%	AB Multi-Manager Alternative Fund
TOTAL	31,602.294					\$343,581	\$336,508	(\$9,861)	0.0%	
TOTAL Alternative Investments						\$343,581	\$336,508	(\$9,861)	0.0%	

Holdings By Lot

As of December 30, 2016

Dynamic Asset Allocation Overlay

Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
888-44792	665.676	OVERLAY A PORTFOLIO CLASS 1(SA00X)	12/20/2016	\$11.76	\$11.67	\$7,828	\$7,768	(\$60)	0.6%	Dynamic Asset Allocation Overlay
888-44792	4,193.851	OVERLAY A PORTFOLIO CLASS 1(SA00X)	09/08/2016	\$11.71	\$11.67	\$49,110	\$48,942	(\$168)	0.6%	Dynamic Asset Allocation Overlay
888-44792	7,001.303	OVERLAY A PORTFOLIO CLASS 1(SA00X)	07/15/2016	\$11.51	\$11.67	\$80,585	\$81,705	\$1,120	0.6%	Dynamic Asset Allocation Overlay
888-44792	2,286.822	OVERLAY A PORTFOLIO CLASS 1(SA00X)	12/24/2015	\$11.61	\$11.67	\$26,550	\$26,687	\$137	0.6%	Dynamic Asset Allocation Overlay
888-44792	5,069.3	OVERLAY A PORTFOLIO CLASS 1(SA00X)	12/15/2015	\$11.54	\$11.67	\$58,500	\$59,159	\$659	0.6%	Dynamic Asset Allocation Overlay
888-44792	2,417.062	OVERLAY A PORTFOLIO CLASS 1(SA00X)	03/09/2015	\$12.66	\$11.67	\$30,600	\$28,207	(\$2,393)	0.6%	Dynamic Asset Allocation Overlay
888-44792	6,842.687	OVERLAY A PORTFOLIO CLASS 1(SA00X)	12/16/2014	\$11.79	\$11.67	\$80,675	\$79,854	(\$821)	0.6%	Dynamic Asset Allocation Overlay
888-44792	2,756.107	OVERLAY A PORTFOLIO CLASS 1(SA00X)	11/28/2014	\$13.10	\$11.67	\$36,105	\$32,164	(\$3,941)	0.6%	Dynamic Asset Allocation Overlay
888-44792	3,773.292	OVERLAY A PORTFOLIO CLASS 1(SA00X)	11/03/2014	\$12.88	\$11.67	\$48,600	\$44,034	(\$4,566)	0.6%	Dynamic Asset Allocation Overlay
888-44792	88,553.584	OVERLAY A PORTFOLIO CLASS 1(SA00X)	10/01/2014	\$12.70	\$11.67	\$1,124,631	\$1,033,420	(\$91,210)	0.6%	Dynamic Asset Allocation Overlay
TOTAL	123,559.684					\$1,543,184	\$1,441,942	(\$101,242)	0.6%	
TOTAL Dynamic Asset Allocation Overlay										
						\$1,543,184	\$1,441,942	(\$101,242)	0.6%	
NET PORTFOLIO VALUE										
Account Number	Qty.	Holding(Ticker)	Trade Date	Unit Cost	Price	Total Cost	Market Value	Unrealized Gain(Loss)	Yield	Portfolio
NET PORTFOLIO VALUE						\$5,009,823	\$5,148,327	\$132,796	1.2%	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN #4792	51.	51.	
US BANK	2.	2.	
TOTAL TO PART I, LINE 3	53.	53.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BERNSTEIN #4792	77,236.	0.	77,236.	77,236.	
BERNSTEIN #4792	4,912.	4,912.	0.	0.	
BERNSTEIN #4792	250.	0.	250.	0.	
BERNSTEIN #9086	730.	0.	730.	730.	
BERNSTEIN #9086	2,057.	2,057.	0.	0.	
TO PART I, LINE 4	85,185.	6,969.	78,216.	77,966.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - US BANK	258.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	258.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREP FEES	6,025.	3,012.		3,013.
TO FORM 990-PF, PG 1, LN 16B	6,025.	3,012.		3,013.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	19,434.	19,434.		0.
TO FORM 990-PF, PG 1, LN 16C	19,434.	19,434.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,548.	1,548.		0.
2016 ESTIMATES	8,400.	0.		0.
PRIOR YEAR BALANCE DUE	3,929.	0.		0.
2015 ESTIMATES	14,739.	0.		0.
TO FORM 990-PF, PG 1, LN 18	28,616.	1,548.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MN ANNUAL FEE	25.	0.		25.
SUBSCRIPTIONS	36.	0.		36.
SUPPLIES	50.	0.		50.
WEB HOSTING	240.	0.		240.
OFFICE EXPENSES	542.	0.		542.
TO FORM 990-PF, PG 1, LN 23	893.	0.		893.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BERNSTEIN #4792 - (SEE ATTACHED SCHEDULE)	4,661,437.	4,811,819.
BERNSTEIN #9086 - (SEE ATTACHED SCHEDULE)	343,581.	336,508.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,005,018.	5,148,327.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN D. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	PRESIDENT & TREASURER 2.00	0.	0.	0.
SALLIE S. MARCH 4709 TOWNES ROAD MINNEAPOLIS, MN 55424	SECRETARY 1.00	0.	0.	0.
JOHN B. MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0.	0.
MARY CHUNG MARCH 6501 PARNELL AVENUE EDINA, MN 55424	DIRECTOR 1.00	0.	0.	0.
LISA M. MAUER 7201 FRONTIER TRAIL CHANHASSEN, MN 55317	DIRECTOR 4.00	5,000.	0.	0.
DANIEL C. MAUER 7201 FRONTIER TRAIL CHANHASSEN, MN 55317	DIRECTOR 1.00	0.	0.	0.
TIMOTHY S. MARCH 420 PARKWAY DR WHEATON, IL 60187	DIRECTOR 1.00	0.	0.	0.
SARAH G. MARCH 420 PARKWAY DR WHEATON, IL 60187	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		5,000.	0.	0.

MARCH FAMILY FOUNDATION

26-3296616

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

JOHN D. MARCH
SALLIE S. MARCH