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Return of Private Foundation

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

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

OMB No. 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

GRATIS FOUNDATION-AGY-MAIN

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

1525 W W.T. HARRIS BLVD. D1114-044

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

CHARLOTTE, NC 28262

G Check all that apply:

☐ Initial return

☐ Final return

☐ Address change

☐ Initial return of a former public charity

☐ Amended return

☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) \$ 16,051,826.

J Accounting method: ☒ Cash ☐ Accrual

☐ Other (specify)

(Part I, column (d) must be on cash basis.)

A Employer identification number

26-3639918

B Telephone number (see instructions)

858-622-6956

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

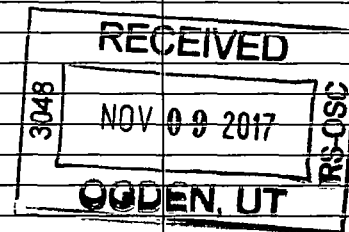
2 Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	1,242,668.			
2 Check ☒ if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments.				
4 Dividends and interest from securities	317,027.	303,065.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-145,547.			
b Gross sales price for all assets on line 6a	4,161,035.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	21,102.	3,739.		STMT 8
12 Total. Add lines 1 through 11	1,435,250.	306,804.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 9	2,400.	NONE	NONE	2,400.
c Other professional fees (attach schedule) STMT 10	113,262.	113,262.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 11	5,309.	2,819.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 12	59,443.	22,059.		37,384.
24 Total operating and administrative expenses. Add lines 13 through 23.	180,414.	138,140.	NONE	39,784.
25 Contributions, gifts, grants paid	760,000.			760,000.
26 Total expenses and disbursements. Add lines 24 and 25	940,414.	138,140.	NONE	799,784.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	494,836.			
b Net investment income (if negative, enter -0-)		168,664.		
c Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		42,695.	38,649.	38,649.
	2	Savings and temporary cash investments		613,707.	533,956.	533,956.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶	NONE			
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations (attach schedule)	STMT 13	1,755,156.	1,727,281.	1,717,155.
	b	Investments - corporate stock (attach schedule)	STMT 14	9,386,023.	9,063,319.	11,503,420.
	c	Investments - corporate bonds (attach schedule)	STMT 24	2,186,122.	2,305,334.	2,258,646.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		13,983,703.	13,668,539.	16,051,826.	
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 (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)			NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds		13,983,703.	13,668,539.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	Total net assets or fund balances (see instructions)		13,983,703.	13,668,539.	
	31	Total liabilities and net assets/fund balances (see instructions)		13,983,703.	13,668,539.	

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	13,983,703.
2	Enter amount from Part I, line 27a	2	494,836.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 26	3	23,134.
4	Add lines 1, 2, and 3	4	14,501,673.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 27	5	833,134.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,668,539.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 4,161,035.		4,306,582.	-145,547.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			-145,547.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-145,547.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

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	772,245.	15,541,567.	0.049689
2014	771,390.	14,851,350.	0.051941
2013	664,401.	13,459,723.	0.049362
2012	497,965.	10,178,572.	0.048923
2011	384,382.	9,966,059.	0.038569
2 Total of line 1, column (d)			2 0.238484
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years.			3 0.047697
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 14,772,680.
5 Multiply line 4 by line 3.			5 704,613.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 1,687.
7 Add lines 5 and 6.			7 706,300.
8 Enter qualifying distributions from Part XII, line 4.			8 799,784.
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)		1	1,687.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	1,687.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,687.
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	7,498.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	7,498.	
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	5,811.	
11 Enter the amount of line 10 to be. Credited to 2017 estimated tax ☒ 1,688. Refunded ☐	11	4,123.	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
14 The books are in care of ▶ Wells Fargo Bank NA Telephone no. ▶ (800) 352-3705 Located at ▶ 100 NORTH MAIN STREET, WINSTON SALEM, NC ZIP+4 ▶ 27101		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
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)?	1b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?	☐ 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)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
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)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

(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)? ☐ **5b**

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? ☐ 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? ☐ **6b** X

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? ☐ **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Adrian Zaccaria	Director			
12615 Circle Drive, Rockville, MD 20850-3712	40	-0-	-0-	-0-
Mary Sandra Zaccaria	Director			
12615 Circle Drive, Rockville, MD 20850-3712	40	-0-	-0-	-0-
Justin Zaccaria	Pres/Secty/Treas			
12615 Circle Drive, Rockville, MD 20850-3712	40	-0-	-0-	-0-

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

Expenses

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

Amount

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	14,434,632.
b	Average of monthly cash balances	1b	563,013.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	14,997,645.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	14,997,645.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	224,965.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,772,680.
6	Minimum investment return. Enter 5% of line 5	6	738,634.

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	738,634.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,687.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,687.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	736,947.
4	Recoveries of amounts treated as qualifying distributions	4	10,000.
5	Add lines 3 and 4	5	746,947.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	746,947.

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	799,784.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	799,784.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	1,687.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	798,097.

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				746,947.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			392,805.	
b Total for prior years 20 <u>14</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2016				
a From 2011	NONE			
b From 2012	NONE			
c From 2013	NONE			
d From 2014	NONE			
e From 2015	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2016 from Part XII, line 4. ► \$ <u>799,784.</u>				
a Applied to 2015, but not more than line 2a			392,805.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2016 distributable amount.				406,979.
e Remaining amount distributed out of corpus.	NONE			
f Excess distributions carryover applied to 2016 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b.		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017.				339,968.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2012	NONE			
b Excess from 2013	NONE			
c Excess from 2014	NONE			
d Excess from 2015	NONE			
e Excess from 2016	NONE			

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

NOT APPLICABLE

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

SEE STATEMENT 28

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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				
See Attached Grant Summary 12615 CIRCLE DR ROCKVILLE MD 20850	NA	PC	GENERAL SUPPORT	760,000.
Total			3a	760,000.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
1 Program service revenue						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments .						
4 Dividends and interest from securities			14	317,027.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	-145,547.		
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue: a _____						
b <u>EXCISE TAX REFUND</u>			1	7,363.		
c <u>CHECKING ACCOUNT I</u>			1	12.		
d <u>MUTUAL FUND EARNIN</u>			1	3,727.		
e <u>2014 REVERSED PAYO</u>			1	10,000.		
12 Subtotal. Add columns (b), (d), and (e)				192,582.		
13 Total. Add line 12, columns (b), (d), and (e)				192,582.		

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

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

NOT APPLICABLE

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

GRATIS FOUNDATION-AGY-MAIN

26-3639918

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).

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
GRATIS FOUNDATION-AGY-MAIN

Employer identification number
26-3639918

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	Adrian & Mary Zaccaria 4117 South Ocean Blvd Highland Beach, FL 33487	\$ 252,322.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
2	Zaccaria 19889 Family Trust 4117 South Ocean Blvd Highland Beach, FL 33487	\$ 990,346.	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

GRATIS FOUNDATION-AGY-MAIN

26-3639918

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>	various assets see attached support schedul _____ _____	\$ <u>252,322.</u>	<u>12/23/2016</u>
<u>2</u>	Various assets see attached statement _____ _____	\$ <u>990,346.</u>	<u>12/21/2016</u>
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

2016 Tax Return Reconciliation

October 16, 2017

Gratis Foundation

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
Boston Ronald McDonald House, Inc. 229 Kent Street Brookline, MA 02446-5462	042627411 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	General Operating Support	1/6/2016	\$25,000.00
Children's Hospital Corporation dba Children's Hospital Boston 300 Longwood Avenue Boston, MA 02115-5724	042774441 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	Unrestricted	1/6/2016	\$25,000.00
Dana-Farber Cancer Institute, Inc. 450 Brookline Avenue Boston, MA 02215-5418	042263040 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Pediatric Oncology	1/6/2016	\$25,000.00
The Johns Hopkins Hospital Children's Center 750 East Pratt Street, Suite 1700 Baltimore, MD 21202	520591656 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	Support of Children's Center	1/6/2016	\$25,000.00
A Wider Circle Inc. 4808 Moorland Lane, Suite 802 Bethesda, MD 20814	522345144 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Neighbor-to-Neighbor Program	5/27/2016	\$5,000.00
American Heart Association, Inc. 7272 Greenville Avenue Dallas, TX 75231	135613797 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$10,000.00
American Society for the Prevention of Cruelty to Animals 520 8th Avenue, 7th Floor New York, NY 10018	131623829 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$5,000.00
Brigham and Women's Hospital, Inc. 75 Francis Street Boston, MA 02115	042312909 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	cardiovascular research	5/27/2016	\$15,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
Cancer Research Institute, Inc. One Exchange Plaza 55 Broadway, Suite 1802 New York, NY 10006	131837442 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$10,000.00
Friends of the Children-Boston Inc. 555 Amory Street Boston, MA 02130	201581289 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Long-Term Professional Mentoring Program for High-Risk Youth	5/27/2016	\$5,000.00
Habitat For Humanity International Inc. 124 Main Street Westford, MA 01886	043123186 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Transforming Neighborhoods, Transforming Lives: Neighborhood Revitalization in Lowell's Centralville Neighborhood	5/27/2016	\$5,000.00
Jewish Family Service of Metrowest Inc. 475 Franklin Street, Suite 101 Framingham, MA 01702	042730898 501(c)(3) FC16-509(a)(2) under 170(b)(1)(A)(vii)	Patient Navigators: Helping Frail Elders Access Health Services	5/27/2016	\$5,000.00
Loyola University Maryland, Inc. 4501 North Charles Street Baltimore, MD 21210	520591623 501(c)(3) FC11 - 509(a)(1) in 170(b)(1)(A)(ii) - School	unrestricted	5/27/2016	\$10,000.00
Massachusetts Adoption Resource Exchange Inc. 19 Needham Street, Suite 206 Newton, MA 02461	042227431 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Finding Adoptive Families for Children in Massachusetts Foster Care	5/27/2016	\$7,500.00
Massachusetts General Hospital Development Office 125 Nashua Street, Suite 540 Boston, MA 02114-1101	041564655 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	cardiology and heart surgery	5/27/2016	\$15,000.00
Mental Health Association of Montgomery County MD, Inc. 1000 Twinbrook Parkway Rockville, MD 20851	520681147 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Serving Together	5/27/2016	\$7,500.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
National Academy of Engineering Fund 500 Fifth Street NW Washington, DC 20001	237284092 501(c)(3) FC17-509(a)(3) under 170(b)(1)(A)(viii)	unrestricted	5/27/2016	\$10,000.00
Newton Wellesley Hospital Charitable Foundation Inc. 2014 Washington Street Newton, MA 02462-1607	043455952 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	cardiovascular research	5/27/2016	\$15,000.00
Perkins School for the Blind 175 North Beacon Street Watertown, MA 02472	042103616 501(c)(3) FC11 - 509(a)(1) in 170(b)(1)(A)(ii) - School	Short Courses for Public School Students	5/27/2016	\$10,000.00
Shriners Hospitals for Children 3551 N. Broad Street Philadelphia, PA 19140	362193608 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	unrestricted	5/27/2016	\$25,000.00
Smile Train, Inc. 41 Madison Avenue, 28th Floor New York, NY 10010	133661416 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$25,000.00
St. Jude Children's Research Hospital, Inc. 501 St. Jude Place Memphis, TN 38105	620646012 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	unrestricted	5/27/2016	\$25,000.00
St. Luke Catholic Church 7001 Georgetown Pike McLean, VA 22101	530196617 501(c)(3) FC10 - 509(a)(1) in 170(b)(1)(A)(i) - Church	unrestricted	5/27/2016	\$5,000.00
St. Luke School 7005 Georgetown Pike McLean, VA 22101	541426075 501(c)(3) FC10 - 509(a)(1) in 170(b)(1)(A)(i) - Church	unrestricted	5/27/2016	\$5,000.00
St. Raphael's Catholic Church 1513 Dunster Road Rockville, MD 20854	800615434 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$5,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
Stanford Health Care 300 Pasteur Drive, Room H2103 Stanford, CA 94305	946174066 501(c)(3) FC12 - 509(a)(1) in 170(b)(1)(A)(iii) - Hospital/Medical Research	cardiovascular research	5/27/2016	\$10,000.00
United States Merchant Marine Academy Alumni Association and Foundation, Inc. 300 Steamboat Road Kings Point, NY 11024	116037948 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	5/27/2016	\$10,000.00
Vietnam Veterans Workshop Inc. Post Office Box 961500 Boston, MA 02109	043007211 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Veterans Training School	5/27/2016	\$5,000.00
Youth for Tomorrow New Life Center, Inc. 11835 Hazel Circle Drive Bristow, VA 20136	521342268 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Girls On A Journey Program	5/27/2016	\$5,000.00
Blessings in a Backpack, Inc. 4121 Shelbyville Road Louisville, KY 40207	261964620 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	to benefit schools located in Massachusetts, Virginia and Washington, DC	9/27/2016	\$10,000.00
Boston Health Care for the Homeless Program Inc. 780 Albany Street Boston, MA 02118	043160480 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Family Team: Shelter-Based Health Care for Homeless Families	9/27/2016	\$10,000.00
Cape Cod Times Needy Fund, Inc. Post Office Box 804 Hyannis, MA 02601	222480332 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$25,000.00
Casa Myrna Vasquez, Inc. 38 Wareham Street Boston, Massachusetts 02118	042625710 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
Catholic Social Services of Fall River, Inc. 1600 Bay Street Fall River, MA 02724-1216	042106394 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$15,000.00
Cradles to Crayons, Inc. 155 North Beacon Street Brighton, MA 02135	043584367 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00
Falmouth Service Center, Inc. Post Office Box 208 Falmouth, MA 02541	222509781 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$15,000.00
Finex House Incorporated 15 Algonquin Street Dorchester, MA 02124	222479325 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00
Horizons for Homeless Children, Inc. 1705 Columbus Avenue Roxbury, MA 02119-1039	222915188 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00
Independence House, Inc. 160 Basset Lane Hyannis, MA 02601	042716665 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00
International Rescue Committee, Inc. 122 East 42nd Street New York, NY 10168-1289	135660870 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$25,000.00
Jane Doe, Inc. A Massachusetts Coalition Against Sexual Assault 14 Beacon Street, Suite 507 Boston, MA 02108	042676138 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
Make-A-Wish Foundation of Massachusetts and Rhode Island Inc. One Bulfinch Place, 2nd Floor Boston, MA 02114	222867371 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Wish Granting	9/27/2016	\$15,000.00
Marthas Table Post Office Box 97260 Washington, DC 20090-7260	521186071 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Healthy Eating Program	9/27/2016	\$10,000.00
Maryland Foundation of Dentistry for the Handicapped, Inc. 8901 Herrmann Drive Columbia, MD 21045	521962484 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Donated Dental Services	9/27/2016	\$10,000.00
Oxfam-America Inc. 226 Causeway Street, 5th Floor Boston, MA 02114-2206	237069110 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$25,000.00
Save the Children Federation, Inc. 501 Kings Highway East, Suite 400 Fairfield, CT 06825	060726487 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$25,000.00
St. Vincent de Paul Society 106 Illinois Street New Bedford, MA 02745	941207701 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$15,000.00
Transition House, Inc. Post Office Box 392016 Cambridge, MA 02139	042631789 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$10,000.00
United States Fund for UNICEF 125 Maiden Lane New York, NY 10038	131760110 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	unrestricted	9/27/2016	\$25,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
American Legion Charities Inc. 700 North Pennsylvania Street Indianapolis, IN 46204-1129	901017997 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Operation Comfort Warriors	11/15/2016	\$15,000.00
Catholic Charities of the Diocese of Palm Beach, Inc. Post Office Box 109650 Palm Beach Gardens, FL 33410	592470479 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$10,000.00
Christians Reaching Out To Society Inc. 3677 23rd Avenue South, # B-101 Lake Worth, FL 33461	591802917 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$10,000.00
Disabled American Veterans Charitable Service Trust 3725 Alexandria Pike Cold Spring, KY 41076-1712	521521276 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$15,000.00
Elder Services of Cape Cod 68 Route 134 South Dennis, MA 02660-3710	042523904 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$7,500.00
Family Service Association of Greater Boston 31 Heath Street Boston, MA 02130	042160528 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Strong Start	11/15/2016	\$10,000.00
Fisher House Foundation, Inc. 299 Park Avenue New York, NY 10171-0002	113158401 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$10,000.00
St. Ann Place Inc. 2107 North Dixie Highway West Palm Beach, FL 33407	510503043 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general operating support	11/15/2016	\$10,000.00

Organization	Tax ID Tax Status	Grant Purpose	Payment Date	Amount
The Family Pantry of Cape Cod Corp. 133 Queen Anne Road Harwich, Massachusetts 02645	223079904 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	Shop for the Hungry Campaign	11/15/2016	\$5,000.00
The Progress Center Inc. 35 Cottage Street Norway, ME 04268	010368153 501(c)(3) FC16-509(a)(2) under 170(b)(1)(A)(vii)	Soup Kitchen and Home-Based Nutrition Intervention Program	11/15/2016	\$5,000.00
The Salvation Army 100 North Main Street Hyannis, MA 02601	135562351 501(c)(3) FC10 - 509(a)(1) in 170(b)(1)(A)(i) - Church	Hyannis Pantry and Soup Kitchen	11/15/2016	\$7,500.00
Womens Lunch Place Inc. Post Office Box 170900 Boston, MA 02117	222514148 501(c)(3) FC15 - 509(a)(1) in 170(b)(1)(A)(vi) - Publicly Supported	general programming support	11/15/2016	\$5,000.00
Grand Totals (61 items)				\$760,000.00

Account	Cusip	TCKRID	Cusip Name	Date	Units	Cost	High	Low	Ave	Total
77774100	023135106	AMZN	AMAZON COM INC COM	20161221	354	87136.8	\$ 771.22	\$ 765.70	\$ 768.46	\$ 272,034.84
77774100	20030N101	CMCSA	COMCAST CORP CLASS A	20161221	1772	40424.33	\$ 35.56	\$ 34.74	\$ 35.15	\$ 62,285.80
77774100	438516106	HON	HONEYWELL INTERNATIONAL INC	20161221	388	19913.66	\$ 117.90	\$ 116.93	\$ 117.42	\$ 45,557.02
77774100	46625H100	JPM	JPMORGAN CHASE & CO	20161221	3068	124971	\$ 86.81	\$ 86.03	\$ 86.42	\$ 265,136.56
77774100	478160104	JNJ	JOHNSON & JOHNSON	20161221	469	28579.86	\$ 116.20	\$ 114.74	\$ 115.47	\$ 54,155.43
77774100	57636Q10									
77774100	4	MA	MASTERCARD INC	20161221	479	22161.49	\$ 104.97	\$ 103.90	\$ 104.44	\$ 50,024.37
77774100	883556102	TMO	THERMO FISHER SCIENTIFIC INC	20161221	425	23285.72	\$ 141.80	\$ 140.42	\$ 141.11	\$ 59,971.75
77774100	92826C839	V	VISA INC-CLASS A SHRS	20161221	1380	38089.59	\$ 78.55	\$ 77.98	\$ 78.27	\$ 108,005.70
77774100	G1151C10									
77774100	1	ACN	ACCENTURE PLC	20161221	616	37063.61	\$ 119.98	\$ 117.60	\$ 118.79	\$ 73,174.64
77774100	00724F101	ADBE	ADOBE SYS INC	20161223	140	1	\$ 105.42	\$ 104.61	\$ 105.02	\$ 14,702.10
77774100	101137107	BSX	BOSTON SCIENTIFIC CORP COM	20161223	180	1	\$ 21.93	\$ 21.63	\$ 21.78	\$ 3,920.40
77774100	16119P108	CHTR	CHARTER COMMUNICATIONS INC	20161223	21	1	\$ 292.97	\$ 288.94	\$ 290.96	\$ 6,110.06
77774100	21036P108	STZ	CONSTELLATION BRANDS INC	20161223	40	1	\$ 151.44	\$ 149.00	\$ 150.22	\$ 6,008.80
77774100	269246401	ETFC	E*TRADE GROUP	20161223	80	1	\$ 34.43	\$ 34.73	\$ 34.58	\$ 2,766.40
77774100	285512109	EA	ELECTRONIC ARTS INC	20161223	80	1	\$ 81.12	\$ 79.57	\$ 80.35	\$ 6,427.60
77774100	404280406	HSBC	HSBC - ADR	20161223	19	1	\$ 39.92	\$ 39.58	\$ 39.75	\$ 755.25
77774100	437076102	HD	HOME DEPOT INC	20161223	320	1	\$ 135.99	\$ 134.79	\$ 135.39	\$ 43,324.80
77774100	45337C102	INCY	INCYTE CORPORATION, INC.	20161223	40	1	\$ 103.16	\$ 99.95	\$ 101.56	\$ 4,062.20
77774100	525327102	LDOS	LEIDOS HOLDINGS, INC	20161223	657	1	\$ 51.28	\$ 50.72	\$ 51.00	\$ 33,507.00
77774100	574599106	MAS	MASCO CORP	20161223	60	1	\$ 32.13	\$ 31.95	\$ 32.04	\$ 1,922.40
77774100	64110L106	NFLX	NETFLIX INC	20161223	140	1	\$ 126.28	\$ 125.08	\$ 125.68	\$ 17,595.20
77774100	67066G104	NVDA	NVIDIA CORP	20161223	350	1	\$ 109.84	\$ 106.27	\$ 108.06	\$ 37,819.25
77774100	67103H107	ORLY	O'REILLY AUTOMOTIVE INC	20161223	20	1	\$ 283.79	\$ 282.07	\$ 282.93	\$ 5,658.60
77774100	745867101	PHM	PULTE GROUP INC	20161223	100	1	\$ 18.63	\$ 18.29	\$ 18.46	\$ 1,846.00
77774100	844741108	LUV	SOUTHWEST AIRLINES CO	20161223	80	1	\$ 50.72	\$ 50.19	\$ 50.46	\$ 4,036.40
77774100	92826C839	V	VISA INC-CLASS A SHRS	20161223	65	1	\$ 78.48	\$ 77.90	\$ 78.19	\$ 5,082.35
77774100	Y09827109	AVGO	BROADCOM LTD	20161223	314	1	\$ 181.98	\$ 179.66	\$ 180.82	\$ 56,777.48

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AAON INC	53.	53.
ABBOTT LABS	1,115.	1,115.
ALBEMARLE CORP COM	33.	33.
ALEXANDRIA REAL ESTATE EQUITIES	590.	215.
AMERICAN CAMPUS CMNTYS INC	333.	103.
AMERICAN EXPRESS CO	405.	405.
AMERICAN TOWER CORP	709.	709.
APARTMENT INVT & MGMT CO CL A	469.	469.
APPLE INC	1,403.	1,403.
APPLE INC	2,400.	2,400.
APTARGROUP INC COM	244.	244.
ARCHER DANIELS MIDLAND CO	840.	840.
ARTISAN INTERNATIONAL FD INS #662	14,779.	14,779.
ARTISAN PARTNERS ASSET MANAGEM	678.	182.
AVALONBAY CMNTYS INC	1,388.	1,388.
BP CAPITAL MARKETS	2,651.	2,651.
BALCHEM CORP CLASS B	36.	36.
BANK OF AMERICA CORP	2,013.	2,013.
BARCLAYS BANK PLC	1,750.	1,750.
BIO-TECHNE CORP	133.	133.
BLACKBAUD INC	130.	130.
BOEING CO	820.	820.
BOSTON PROPERTIES INC COM	1,281.	1,281.
BRISTOL MYERS SQUIBB CO	891.	891.
BUNGE NA FINANCE LP	2,950.	2,950.
CVS HEALTH CORPORATION	663.	663.
CASEYS GEN STORES INC	139.	139.
CASS INFORMATION SYS INC	92.	92.
CHOICE HOTELS INTL INC COM	187.	187.
CITIGROUP INC.	232.	232.
CITIGROUP INC	1,738.	1,738.
CLARCOR INC	202.	202.

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

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
COLONY STARWOOD HOMES	54.	170.
COLUMBIA SPORTSWEAR CO COM	170.	798.
COMCAST CORP CLASS A	798.	2,850.
COMCAST CORP 5.700% 5/15/18	2,850.	2,380.
CONAGRA FOODS INC 1.900% 1/25/18	2,380.	84.
CONSTELLATION BRANDS INC	84.	317.
COSTCO WHOLESALE CORP	317.	146.
COTY INC	146.	747.
CROWN CASTLE INTL CORP	834.	776.
CUBESMART	776.	121.
CUMMINS INC.	121.	296.
DDR CORP	641.	295.
DANAHER CORP	295.	428.
WALT DISNEY CO	428.	812.
DREYFUS INTERNATL BOND FD CL I #6094	812.	164.
DU PONT E I DE NEMOURS & CO	164.	681.
DUKE REALTY CORPORATION	713.	246.
EOG RESOURCES, INC	246.	1,156.
EPR PROPERTIES	1,247.	13,701.
EATON VANCE GLOBAL MACRO - I #0088	21,566.	290.
EDUCATION REALTY TRUST INC	580.	1,482.
EQUINIX INC	1,482.	600.
EQUITY ONE INC	765.	644.
EQUITY RESIDENTIAL PPTYS TR SH BEN	644.	1,530.
ESSEX PPTY TR COM	1,530.	6.
EXPEDIA INC	6.	187.
EXPONENT INC	187.	1,070.
EXTRA SPACE STORAGE INC	1,070.	12.
FAIR ISSAC, INC	12.	1,281.
FED FARM CREDIT BK 2.180% 9/20/21	1,281.	2,550.
FED NATL MTG ASSN 1.020% 1/30/18	2,550.	508.
FEDERAL RLTY INVT TR SH BEN INT	508.	7,249.
FID ADV EMER MKTS INC- CL I #607	7,249.	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FIDELITY NATL INFORMATION SVCS INC	451.	451.
FIRST INDL RLTY TR INC COM	525.	506.
FORWARD AIR CORP	115.	115.
FRANKLIN RESOURCES INC	229.	229.
GEO GROUP INC/THE	38.	29.
MONDRIAN INTERNATIONAL EQUITY FUND	12,384.	12,384.
GENERAL ELECTRIC CO	137.	137.
GENERAL ELEC CAP COR 5.000% 1/08/16	875.	875.
GENERAL GROWTH PROPERTIE-W/I	1,153.	1,153.
GENERAL MILLS INC	1,017.	1,017.
GOLDMAN SACHS GROUP INC	917.	917.
GRACO INC	178.	178.
HALLIBURTON CO	163.	163.
HEICO CORP CL A	30.	30.
HENRY JACK & ASSOC INC COM	60.	60.
HILTON WORLDWIDE HOLDINGS IN	172.	172.
HOME DEPOT INC	502.	502.
HONEYWELL INTERNATIONAL INC	742.	742.
HOST HOTELS & RESORTS, INC.	147.	147.
HUDSON PACIFIC PROPERTIES INC	71.	59.
IBERIABANK CORP	173.	173.
ILLINOIS TOOL WORKS INC	686.	686.
INTER PARFUMS INC	195.	195.
INTERNATIONAL BUSINESS MACHS CORP	289.	289.
ISHARES RUSSELL MID-CAP ETF	18,876.	18,876.
J & J SNACK FOODS CORP	144.	144.
JPMORGAN CHASE & CO	2,504.	2,504.
JOHNSON & JOHNSON	1,629.	1,629.
JOHNSON CONTROLS INC	603.	603.
KILROY REALTY CORP COM	510.	510.
KNIGHT TRANSN INC COM	112.	112.
KROGER CO	160.	160.
L BRANDS INC	133.	133.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
LANCASTER COLONY CORP	144.	144.
LANDSTAR SYS INC COM	57.	57.
LINCOLN NATIONAL COR 4.850% 6/24/21	9,700.	9,700.
LLOYDS BANK PLC 4.875% 1/21/16	1,219.	1,219.
MACERICH CO COM	35.	35.
MAGELLAN MIDSTREAM 4.250% 2/01/21	3,188.	3,188.
MARRIOTT INTERNATIONAL INC CLASS A	501.	501.
MASTERCARD INC	430.	430.
MCDONALDS CORP	484.	484.
MCGRAW-HILL FINANCIAL INC	33.	33.
MCKESSON CORP	31.	31.
MERCK & CO INC NEW	1,524.	1,524.
METLIFE INC	1,263.	1,263.
MICROSOFT CORP	1,184.	1,184.
MONOTYPE IMAGING HOLDINGS INC	104.	104.
MONRO MUFFLER BRAKE INC	108.	108.
MONSANTO CO NEW	401.	401.
MORGAN STANLEY	110.	110.
MORNINGSTAR INC	198.	198.
NASDAQ, INC	586.	586.
NATIONAL INSTRS CORP COM	186.	186.
NAVIGATORS GROUP INC	21.	21.
NESTLE S.A. REGISTERED SHARES - ADR	1,035.	1,035.
NIKE INC CL B	500.	500.
NORTHROP GRUMMAN CORP	877.	877.
NOVO NORDISK A/S - ADR	543.	543.
NVIDIA CORP	177.	71.
OCCIDENTAL PETE CORP	1,291.	1,291.
VR ORACLE CORP 1.202% 1/15/19	1,742.	1,742.
PIMCO FOREIGN BD FD USD H-INST #103	917.	581.
PNC FINANCIAL SERVICES GROUP	625.	625.
PPG INDUSTRIES INC	828.	828.
PEBBLEBROOK HOTEL TRUST	750.	750.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
PEPSICO INC 2.850% 2/24/26	2,031.	2,031.
PFIZER INC	1,490.	1,490.
PHILIP MORRIS INTERNATIONAL IN	3,345.	3,345.
PHYSICIANS REALTY TRUST	533.	316.
PINNACLE FINL PARTNERS INC	101.	101.
POOL CORPORATION	156.	156.
POWER INTERGRATIONS INC COM	60.	60.
PRINCIPAL PREFERRED SEC-INS #4929	7,362.	7,362.
PROCTER & GAMBLE CO/ 2.700% 2/02/26	2,700.	2,700.
PROLOGIS INC	962.	962.
PROSPERITY BANCSHARES INC	199.	199.
PRUDENTIAL FINL INC	301.	301.
PUBLIC STORAGE INC COM	1,469.	1,469.
PUTNAM FLOATING RATE INC FUND #1857	5,678.	5,384.
QUALCOMM INC	612.	612.
RLI CORP COM	368.	368.
RAVEN INDS INC	101.	101.
REGENCY CENTERS CORP	407.	234.
REINSURANCE GRP OF 5.625% 3/15/17	2,813.	2,813.
RIDGEWORTH SEIX HY BD-I #5855	7,043.	7,043.
S&P GLOBAL INC	131.	131.
SL GREEN REALTY CORP COM	1,043.	1,043.
SPDR DJ WILSHIRE INTERNATIONAL REAL	36,156.	36,156.
SAUL CTRS INC COM	462.	439.
SCHLUMBERGER LTD	1,191.	1,191.
SENIOR HOUSING PROP TRUST	779.	462.
SHELL INTERNATIONAL 5.200% 3/22/17	1,820.	1,820.
SHIRE PLC ADR	146.	146.
SIMON PROPERTY GROUP INC	5,239.	5,239.
JM SMUCKER CO	413.	413.
SPIRIT RLTY CAP INC NEW	1,092.	855.
STAG INDUSTRIAL INC	198.	135.
STARBUCKS CORP COM	501.	501.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
STATE BANK FINANCIAL CORP	254.	254.
STATE STREET CORP	171.	171.
STATE STREET CORP 3.300% 12/16/24	3,300.	3,300.
STEPAN CO COM	61.	61.
STORE CAPITAL CORP	916.	894.
SUN CMNTYS INC COM	684.	265.
SUNSTONE HOTEL INVS INC NEW	1,011.	1,011.
TJX COMPANIES INC	311.	311.
TANGER FACTORY OUTLET CTR	206.	206.
TARGET CORP	785.	785.
TEMPLETON GLOBAL BOND FD-ADV #616	663.	
TERRENO REALTY CORP	75.	62.
TEXAS INSTRUMENTS INC	1,304.	1,304.
TEXAS INSTRUMENTS IN 1.650% 8/03/19	868.	868.
THERMO FISHER SCIENTIFIC INC	127.	127.
3M CO	743.	743.
TIFFANY & CO NEW	78.	78.
TIME WARNER INC	764.	764.
TRAVELERS COMPANIES, INC	969.	969.
US BANCORP	878.	878.
UMPQUA HOLDINGS CORP	317.	317.
UNIFIRST CORP MASS	10.	10.
UNION PACIFIC CORP	614.	614.
US BANCORP	1,500.	1,500.
US TREASURY NOTE 3.000% 3/15/22	875.	875.
US TREASURY NOTE 0.875% 10/15/17	2,250.	2,250.
US TREASURY NOTE 2.250% 11/15/24	2,500.	2,500.
US TREASURY NOTE 1.250% 1/31/20	3,125.	3,125.
US TREASURY NOTE 3.125% 4/30/17	3,500.	3,500.
US TREASURY NOTE 1.750% 10/31/18	2,285.	2,285.
US TREASURY NOTE 1.000% 3/31/17	2,125.	2,125.
US TREASURY NOTE 2.125% 6/30/22	3,250.	3,250.
US TREASURY NOTE 1.625% 7/31/20	1,102.	1,102.
UNITED TECHNOLOGIES CORP		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
UNIVERSAL HEALTH RLTY INCOME TR SH	237.	182.
US ECOLOGY INC	73.	73.
VANGUARD HIGH YIELD CORP-ADM #529	2,993.	2,993.
VENTAS INC COM	483.	483.
VERIZON COMMUNICATIONS	1,725.	1,725.
VIACOM INC 4.625% 5/15/18	2,313.	2,313.
VISA INC-CLASS A SHRS	458.	458.
VORNADO REALTY TRUST	377.	377.
WELLTOWER INC	2,519.	2,462.
WEST PHARMACEUTICAL SVCS INC	66.	66.
WESTAMERICA BANCORPORATION	254.	254.
WOLVERINE WORLD WIDE INC COM	68.	68.
XCEL ENERGY INC	338.	338.
AON PLC	161.	161.
ACCENTURE PLC	1,326.	1,326.
DELPHI AUTOMOTIVE PLC	312.	312.
EATON CORP PLC	617.	
JOHNSON CONTROLS INTERNATIONAL	4,645.	4,645.
MEDTRONIC PLC	792.	512.
PENTAIR PLC	49.	49.
ACE LIMITED	166.	166.
CHUBB LTD	613.	613.
FIDELITY MM PORTFOLIO #59	323.	323.
FEDERATED GOVT OBLIGATIONS PRM #117	357.	357.
BLACKROCK INSTL FUNDS T-FUND #60	674.	674.
	-----	-----
	317,027.	303,065.
	=====	=====
TOTAL		

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND	7,363.	
CHECKING ACCOUNT INTEREST	12.	12.
MUTUAL FUND EARNINGS	3,727.	3,727.
2014 REVERSAL OF FUNDS DISTRIBUTED	10,000.	
	-----	-----
TOTALS	21,102.	3,739.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	2,400.			2,400.
TOTALS	2,400.	NONE	NONE	2,400.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CUSTODIAN & MANAGEMENT FEES (A	91,226.	91,226.
INVESTMENT MGMT FEES-SUBJECT T	22,036.	22,036.
	-----	-----
TOTALS	113,262.	113,262.
	=====	=====

FORM 990PF, PART I - TAXES
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DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	818.	818.
FEDERAL ESTIMATES - PRINCIPAL	2,490.	
FOREIGN TAXES ON QUALIFIED FOR	835.	835.
FOREIGN TAXES ON NONQUALIFIED	1,166.	1,166.
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TOTALS	5,309.	2,819.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
REGISTERED AGENT SOLUTIONS, IN	149.		149.
FOUNDATION MANAGER FEE	37,235.		37,235.
INVESTMENT MANAGEMENT FEE	22,036.	22,036.	
ADR FEE	23.	23.	
TOTALS	59,443.	22,059.	37,384.
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FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	----
3133EAX45 FED FARM CREDIT BK	150,375.		
912828NA4 US TREASURY NOTE	99,039.	99,039.	100,840.
912828RP7 US TREASURY NOTE	203,781.	203,781.	202,132.
3135G0TM5 FED NATL MTG ASSN	249,875.	249,875.	250,003.
912828F54 US TREASURY NOTE	99,821.	99,821.	100,016.
912828SM3 US TREASURY NOTE	250,254.	125,127.	125,155.
912828G38 US TREASURY NOTE	102,754.	102,754.	99,387.
912828H52 US TREASURY NOTE	197,609.	197,609.	198,532.
912828XG0 US TREASURY NOTE	201,609.	201,609.	200,704.
912828XM7 US TREASURY NOTE	200,039.	200,039.	199,868.
912828T91 US TREASURY NOTE		247,627.	240,518.
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TOTALS	1,755,156.	1,727,281.	1,717,155.
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GRATIS FOUNDATION-AGY-MAIN

26-3639918

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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000360206 AAON INC	2,685.	1,601.	7,238.
002824100 ABBOTT LABS	44,709.	22,237.	28,731.
00762W107 ADVISORY BRD CO	3,222.	3,222.	3,392.
015351109 ALEXION PHARMACEUTIC	17,056.	23,360.	27,651.
023135106 AMAZON COM INC COM	17,897.	112,586.	373,435.
03027X100 AMERICAN TOWER CORP	28,908.	22,711.	23,884.
03748R101 APARTMENT INVT & MGM	29,124.	28,224.	44,496.
037833100 APPLE INC	34,955.	39,723.	80,147.
038336103 APTARGROUP INC COM	9,794.	13,566.	18,363.
042068106 ARM HOLDINGS PLC - A	11,842.		
053484101 AVALONBAY CMNTYS INC	38,240.	54,970.	70,151.
057665200 BALCHEM CORP CLASS B	3,434.	3,434.	8,812.
073685109 BEACON ROOFING SUPPL	5,732.	5,732.	8,753.
090572207 BIO RAD LABS INC CL	9,120.	9,120.	16,405.
09062X103 BIOGEN INC	10,403.		
09227Q100 BLACKBAUD INC	6,837.	6,837.	17,280.
097023105 BOEING CO	16,933.	19,798.	35,339.
101121101 BOSTON PROPERTIES IN	40,507.	39,949.	54,337.
110122108 BRISTOL MYERS SQUIBB	27,319.	28,118.	36,350.
126650100 CVS HEALTH CORPORATI	16,146.	25,573.	40,086.
147528103 CASEYS GEN STORES IN	9,416.	8,739.	17,832.
169905106 CHOICE HOTELS INTL I	7,415.	11,583.	16,367.
179895107 CLARCOR INC	9,268.	10,848.	18,721.
198516106 COLUMBIA SPORTSWEAR	4,497.	10,556.	16,616.
20605P101 CONCHO RESOURCES INC	13,704.	18,657.	22,409.
22160K105 COSTCO WHOLESALE COR	12,372.	10,379.	25,618.
229663109 CUBESMART	12,441.	9,067.	20,265.
23317H102 DDR CORP	16,185.		
235851102 DANAHER CORP	35,950.	16,249.	30,980.

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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254687106 WALT DISNEY CO	13,502.		13,443.
258278100 DORMAN PRODUCTS INC	4,810.	3,488.	8,527.
262037104 DRIL-QUIP INC COM	9,781.	9,781.	22,033.
26884U109 EPR PROPERTIES	15,680.	12,512.	26,670.
294752100 EQUITY ONE INC	18,273.	18,124.	17,120.
29476L107 EQUITY RESIDENTIAL P	59,365.	12,233.	71,145.
297178105 ESSEX PPTY TR COM	42,142.	47,249.	15,678.
30214U102 EXPONENT INC	4,722.	4,722.	44,722.
30225T102 EXTRA SPACE STORAGE	2,894.	39,851.	70,411.
30303M102 FACEBOOK INC	27,045.	15,724.	17,168.
303250104 FAIR ISSAC, INC	4,004.	3,523.	8,953.
313747206 FEDERAL RLTY INVT TR	14,462.	4,790.	13,773.
32054K103 FIRST INDL RLTY TR I	15,220.	5,748.	
345550107 FOREST CITY ENTERPRI	2,682.		10,708.
349853101 FORWARD AIR CORP	6,504.	6,504.	36,021.
370023103 GENERAL GROWTH PROPE	39,244.	23,974.	
370334104 GENERAL MILLS INC	27,608.		107,274.
38141G104 GOLDMAN SACHS GROUP	39,782.	68,369.	11,217.
384109104 GRACO INC	5,058.	5,058.	12,901.
422806208 HEICO CORP CL A	4,775.	4,775.	
426281101 HENRY JACK & ASSOC I	3,930.		7,199.
428567101 HIBBETT SPORTS INC	7,725.	7,725.	80,052.
438516106 HONEYWELL INTERNATIO	14,279.	34,916.	9,778.
44107P104 HOST HOTELS & RESORT	29,326.	9,104.	10,469.
450828108 IBERIABANK CORP	6,661.	6,661.	8,195.
452327109 ILLUMINA INC	5,141.	1,836.	
459200101 INTERNATIONAL BUSINE	14,119.		12,276.
466032109 J & J SNACK FOODS CO	5,145.	5,145.	387,787.
46625H100 JPMORGAN CHASE & CO	53,048.	192,197.	

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK
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DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
478160104 JOHNSON & JOHNSON	32,047.	61,024.	113,597.
478366107 JOHNSON CONTROLS INC	14,494.		
499064103 KNIGHT TRANSN INC CO	9,864.	6,766.	12,625.
53578A108 LINKEDIN CORP	12,780.		
562750109 MANHATTAN ASSOCIATES	2,812.	11,296.	28,636.
57636Q104 MASTERCARD INC	14,555.	34,019.	102,837.
59156R108 METLIFE INC	31,661.	32,006.	43,220.
610236101 MONRO MUFFLER BRAKE	5,491.	5,491.	9,381.
61166W101 MONSANTO CO NEW	36,108.		
615394202 MOOG INC CL A	7,694.	6,653.	10,903.
617446448 MORGAN STANLEY	10,742.		
617700109 MORNINGSTAR INC	11,129.	13,739.	17,728.
636518102 NATIONAL INSTRS CORP	4,671.	7,123.	8,506.
641069406 NESTLE S.A. REGISTER	27,250.	36,693.	41,753.
654106103 NIKE INC CL B	17,733.	4,366.	12,199.
666807102 NORTHROP GRUMMAN COR	40,451.	30,452.	46,516.
670100205 NOVO NORDISK A/S - A	7,822.		
674599105 OCCIDENTAL PETE CORP	36,000.	35,941.	30,558.
693475105 PNC FINANCIAL SERVIC	18,333.	36,496.	48,655.
693506107 PPG INDUSTRIES INC	57,282.	57,282.	50,318.
70509V100 PEBBLEBROOK HOTEL TR	18,892.		
717081103 PFIZER INC	22,003.	18,925.	36,410.
718172109 PHILIP MORRIS INTERN	51,766.	60,428.	82,981.
739276103 POWER INTERGRATIONS	4,320.	4,320.	7,803.
741503403 THE PRICELINE GROUP	11,032.	14,820.	33,719.
74340W103 PROLOGIS INC	39,447.	35,736.	59,389.
743606105 PROSPERITY BANCSHARE	7,357.	7,357.	11,915.
744320102 PRUDENTIAL FINL INC	11,072.		
74460D109 PUBLIC STORAGE INC C	57,036.	17,830.	39,560.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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749607107 RLI CORP COM	5,463.	3,807.	8,333.
754212108 RAVEN INDS INC	4,312.	4,312.	4,914.
756577102 RED HAT INC	14,978.	12,777.	21,398.
78440X101 SL GREEN REALTY CORP	32,105.	29,311.	44,096.
79466L302 SALESFORCE COM INC	17,568.	14,001.	35,257.
79546E104 SALLY BEAUTY CO INC	10,388.	11,973.	16,592.
804395101 SAUL CTRS INC COM	10,211.	10,211.	16,719.
806037107 SCANSOURCE INC COM	4,731.	4,731.	6,456.
806857108 SCHLUMBERGER LTD	41,761.	41,761.	42,227.
82481R106 SHIRE PLC ADR	37,228.	50,295.	40,891.
828806109 SIMON PROPERTY GROUP	86,026.	74,935.	135,385.
848637104 SPLUNK INC	10,173.	13,049.	17,749.
855244109 STARBUCKS CORP COM	22,757.	21,331.	33,479.
856190103 STATE BANK FINANCIAL	7,209.	7,209.	12,168.
866674104 SUN CMNTYS INC COM	13,358.	19,493.	27,350.
867892101 SUNSTONE HOTEL INVS	18,012.	20,721.	25,300.
872540109 TJX COMPANIES INC	14,524.	14,311.	20,661.
87612E106 TARGET CORP	19,913.		
88160R101 TESLA MOTORS INC	13,568.	12,165.	16,668.
883556102 THERMO FISHER SCIENT	10,905.	34,997.	90,022.
88579Y101 3M CO	11,629.	19,470.	31,964.
89417E109 TRAVELERS COMPANIES,	34,033.	18,642.	41,745.
904214103 UMPQUA HOLDINGS CORP	5,829.	5,829.	9,296.
907818108 UNION PACIFIC CORP	11,129.	27,662.	33,800.
913017109 UNITED TECHNOLOGIES	40,098.	25,273.	35,736.
91359E105 UNIVERSAL HEALTH RLT	3,475.	3,440.	5,969.
92276F100 VENTAS INC COM	45,866.	4,124.	6,502.
92826C839 VISA INC-CLASS A SHR	29,994.	63,934.	173,829.
929042109 VORNADO REALTY TRUST	12,949.	12,949.	18,682.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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957090103 WESTAMERICA BANCORPO	7,795.	7,795.	10,258.
96208T104 WEX INC	8,787.	7,439.	13,169.
978097103 WOLVERINE WORLD WIDE	4,825.	4,825.	6,234.
98138H101 WORKDAY INC	18,137.	18,926.	18,902.
G1151C101 ACCENTURE PLC	32,271.	64,440.	139,385.
G27823106 DELPHI AUTOMOTIVE PL	7,439.	18,049.	28,018.
H0023R105 ACE LIMITED	15,799.		
00724F101 ADOBE SYS INC	25,130.	20,846.	51,578.
04316A108 ARTISAN PARTNERS ASS	8,315.	8,878.	7,200.
09061G101 BIOMARIN PHARMACEUTI	16,634.	19,700.	21,621.
14808P109 CASS INFORMATION SYS	5,129.	5,129.	7,578.
151020104 CELGENE CORP COM	22,989.	42,186.	58,222.
264411505 DUKE REALTY CORPORAT	16,633.	28,116.	37,503.
277923728 EATON VANCE GLOBAL M	546,911.	546,911.	529,269.
31620M106 FIDELITY NATL INFORM	34,512.	26,312.	36,988.
354613101 FRANKLIN RESOURCES I	37,662.		
464287499 ISHARES RUSSELL MID-	733,288.	1,073,668.	1,269,906.
49427F108 KILROY REALTY CORP C	11,682.	26,601.	31,704.
580135101 MCDONALDS CORP	17,873.		
58933Y105 MERCK & CO INC NEW	51,624.	41,420.	41,562.
631103108 NASDAQ, INC	21,907.	18,318.	32,486.
64110L106 NETFLIX INC	16,170.	12,697.	54,843.
67103H107 O'REILLY AUTOMOTIVE	18,558.	17,189.	37,307.
74925K581 BOSTON P LNG/SHRT RE	550,000.	550,000.	591,937.
857477103 STATE STREET CORP	14,778.		
858586100 STEPAN CO COM	4,519.	4,519.	6,437.
904311107 UNDER ARMOUR INC	17,906.		
904708104 UNIFIRST CORP MASS	6,750.	6,750.	9,481.
92343V104 VERIZON COMMUNICATIO	42,383.		

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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955306105 WEST PHARMACEUTICAL	8,324.		
01609W102 ALIBABA GROUP HOLDIN	32,673.	59,184.	59,623.
09073M104 BIO-TECHNE CORP	7,052.	7,052.	10,694.
256206103 DODGE & COX INT'L ST	1,250,000.		
26875P101 EOG RESOURCES, INC	27,577.	43,852.	48,326.
28140H203 EDUCATION REALTY TRU	10,306.	13,482.	17,216.
339041105 FLEETCOR TECHNOLOGIE	12,934.	18,292.	21,370.
36162J106 GEO GROUP INC/THE	1,798.		
443320106 HUB GROUP INC	5,776.		
447462102 HURON CONSULTING GRO	8,742.	8,742.	6,635.
452308109 ILLINOIS TOOL WORKS	27,306.	19,754.	28,778.
45337C102 INCYTE CORPORATION,		1.	4,011.
458334109 INTER PARFUMS INC	10,206.	10,206.	11,037.
513847103 LANCASTER COLONY COR	6,611.	6,611.	9,897.
571903202 MARRIOTT INTERNATIONAL	22,610.	25,668.	36,048.
580645109 MCGRAW-HILL FINANCIA	8,149.		
61022P100 MONOTYPE IMAGING HOL	9,111.		
683974604 OPPENHEIMER DEVELOPI	504,637.		
72346Q104 PINNACLE FINL PARTNE	6,262.	5,337.	10,742.
73278L105 POOL CORPORATION	8,132.	8,132.	13,669.
78463X863 SPDR DJ WILSHIRE INT	670,271.	431,982.	349,723.
862121100 STORE CAPITAL CORP	10,199.	33,180.	33,952.
882508104 TEXAS INSTRUMENTS IN	27,553.	38,939.	58,084.
886547108 TIFFANY & CO NEW	17,671.		
887317303 TIME WARNER INC	52,133.	34,363.	42,666.
902973304 US BANCORP	16,918.	49,851.	60,052.
91732J102 US ECOLOGY INC	3,871.	3,871.	5,013.
918194101 VCA INC	7,349.	4,424.	9,405.
G29183103 EATON CORP PLC	14,941.	22,663.	24,085.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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015271109 ALEXANDRIA REAL ESTA	24,708.	31,379.	36,562.
02079K107 ALPHABET INC CL C	33,135.	18,870.	43,994.
02079K305 ALPHABET INC CL A	31,100.	18,572.	44,377.
025816109 AMERICAN EXPRESS CO	27,126.	27,126.	25,187.
039483102 ARCHER DANIELS MIDLA	23,411.	29,957.	31,955.
04314H402 ARTISAN INTERNATIONAL	1,150,000.	1,150,000.	984,347.
125134106 CEB INC	6,372.		
141624106 CARE CAPITAL PROPERT	6,644.		
172967424 CITIGROUP INC.	13,343.	35,654.	43,027.
20030N101 COMCAST CORP CLASS A	18,807.	59,397.	173,661.
21871D103 CORELOGIC INC	7,773.	14,766.	15,469.
22822V101 CROWN CASTLE INTL CO	13,333.	24,015.	23,862.
231021106 CUMMINS INC.	10,348.		
29444U700 EQUINIX INC	59,723.	66,086.	78,988.
437076102 HOME DEPOT INC	12,728.	16,936.	60,872.
444097109 HUDSON PACIFIC PROPE	11,790.		
47215P106 JD.COM INC-ADR	21,708.		
501044101 KROGER CO	25,276.		
594918104 MICROSOFT CORP	24,502.	54,419.	60,773.
61174X109 MONSTER BEVERAGE COR	17,684.	25,296.	24,077.
63872T885 ASG GLOBAL ALTERNATI	350,000.	350,000.	308,521.
638904102 NAVIGATORS GROUP INC	4,425.	7,360.	10,127.
697435105 PALO ALTO NETWORKS I	9,142.	23,695.	19,383.
75886F107 REGENERON PHARMACEUT	25,985.	32,546.	25,329.
819047101 SHAKE SHACK INC	7,607.		
824348106 SHERWIN WILLIAMS CO	19,732.		
92339V100 VEREIT, INC.	8,316.		
95040Q104 WELLTOWER INC	23,586.	54,132.	64,521.
G0177J108 ALLERGAN PLC	18,568.	21,086.	19,531.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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G5960L103 MEDTRONIC PLC	39,082.	55,499.	52,853.
G7S00T104 PENTAIR PLC	9,571.		
G91442106 TYCO INTERNATIONAL P	8,882.		
N6596X109 NXP SEMICONDUCTORS N	11,024.	10,251.	12,153.
00687A107 ADIDAS-AG ADR		32,575.	32,206.
012653101 ALBEMARLE CORP COM		11,215.	11,621.
024835100 AMERICAN CAMPUS CMNT		17,207.	19,062.
101137107 BOSTON SCIENTIFIC CO		1.	3,893.
105368203 BRANDYWINE RLTY TR B		3,439.	3,731.
109194100 BRIGHT HORIZONS FAMI		7,801.	8,262.
12504L109 CBRE GROUP INC		9,297.	10,360.
125509109 CIGNA CORP		22,827.	21,609.
16119P108 CCH I LLC		18,594.	25,625.
19625X102 COLONY STARWOOD HOME		16,613.	15,529.
21036P108 CONSTELLATION BRANDS		11,731.	17,937.
222070203 COTY INC		26,774.	21,349.
263534109 DU PONT E I DE NEMOU		14,676.	15,854.
269246401 E*TRADE GROUP		1.	2,772.
285512109 ELECTRONIC ARTS INC		1.	6,301.
294429105 EQUIFAX INC		8,531.	8,513.
29472R108 EQUITY LIFESTYLE PPT		13,729.	14,348.
30212P303 EXPEDIA INC		6,780.	6,344.
31428X106 FEDEX CORPORATION		24,810.	26,440.
337738108 FISERV INC		22,887.	23,063.
36381Y108 MONDRIAN INTERNATION		500,000.	508,378.
404280406 HSBC - ADR		1.	763.
406216101 HALLIBURTON CO		23,659.	27,965.
43300A104 HILTON WORLDWIDE HOL		19,576.	25,133.
44930G107 ICU MED INC COM		6,438.	7,662.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
457985208 INTEGRA LIFESCIENCES		8,853.	9,008.
497266106 KIRBY CORP		10,237.	13,167.
515098101 LANDSTAR SYS INC COM		8,044.	11,686.
525327102 LEIDOS HOLDINGS, INC		1.	33,599.
574599106 MASCO CORP		1.	1,897.
58155Q103 MCKESSON CORP		27,431.	20,365.
67066G104 NVIDIA CORP		25,456.	97,240.
701094104 PARKER HANNIFIN CORP		17,670.	17,360.
71943U104 PHYSICIANS REALTY TR		21,873.	22,923.
745867101 PULTE GRP INC		1.	1,838.
747525103 QUALCOMM INC		40,047.	44,140.
758849103 REGENCY CENTERS CORP		20,303.	19,927.
78409V104 S&P GLOBAL INC		12,670.	14,518.
81721M109 SENIOR HOUSING PROP		22,186.	20,918.
832696405 JM SMUCKER CO		35,543.	34,704.
844741108 SOUTHWEST AIRLINES C		1.	3,987.
84860W102 SPIRIT RLTY CAP INC		27,227.	27,269.
85254J102 STAG INDUSTRIAL INC		10,593.	10,216.
875465106 TANGER FACTORY OUTLE		8,530.	8,981.
88146M101 TERRENO REALTY CORP		5,353.	6,296.
90384S303 ULTA SALON COSMETICS		14,450.	14,277.
98389B100 XCEL ENERGY INC		33,003.	33,862.
G0408V102 AON PLC		31,690.	32,344.
G51502105 JOHNSON CONTROLS INT		45,551.	41,066.
H1467J104 CHUBB LTD		24,725.	42,675.
N47279109 INTERXION HOLDING NV		17,198.	18,482.
N51488117 MOBILEYE NV		9,852.	8,691.
Y09827109 BROADCOM LTD		1.	55,506.

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
TOTALS	9,386,023. =====	9,063,319. =====	11,503,420. =====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
060505D6P6 BANK OF AMERICA CORP	35,795.	35,795.	36,255.
06739FGF2 BARCLAYS BANK PLC	36,404.		
120569AA6 BUNGE NA FINANCE LP	54,489.	54,489.	50,430.
20030NAW1 COMCAST CORP	54,855.	54,855.	52,781.
36962GU69 GENERAL ELEC CAP COR	37,263.		
539473AG3 LLOYDS BANK PLC	50,533.		
759351AF6 REINSURANCE GRP OF	54,385.	54,385.	50,407.
822582AC6 SHELL INTERNATIONAL	38,127.	38,127.	35,286.
882508AU8 TEXAS INSTRUMENTS IN	49,843.	49,886.	49,888.
91159HHC7 US BANCORP	49,965.	49,965.	50,978.
925524AU4 VIACOM INC	53,228.	53,228.	51,838.
037833AK6 APPLE INC	100,230.	100,230.	97,372.
205887BQ4 CONAGRA FOODS INC	100,000.		
68389XAR6 VR ORACLE CORP	150,000.	150,000.	151,224.
693390882 PIMCO FOREIGN BD FD	149,029.		
74253Q416 PRINCIPAL PREFERRED	153,786.	153,786.	147,828.
746763226 PUTNAM FLOATING RATE	148,343.	148,343.	143,681.
76628T645 RIDGEWORTH SEIX HY B	220,079.		
880208400 TEMPLETON GLOBAL BON	46,000.		
05565QCS5 BP CAPITAL MARKETS	74,477.	74,477.	76,121.
315920702 FID ADV EMER MKTS IN	127,283.	127,283.	131,448.
534187BB4 LINCOLN NATIONAL COR	216,860.	216,860.	216,638.
55907RAA6 MAGELLAN MIDSTREAM	81,818.	81,818.	79,514.
857477AN3 STATE STREET CORP	103,330.	103,330.	100,985.
172967KN0 CITIGROUP INC		205,182.	194,332.
261980668 DREYFUS INTERNATL BO		142,000.	132,810.
713448DF2 PEPSICO INC		152,025.	147,855.
742718EP0 PROCTER & GAMBLE CO/		199,270.	196,674.
922031760 VANGUARD HIGH YIELD		60,000.	64,301.

GRATIS FOUNDATION-AGY-MAIN

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FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
TOTALS	2,186,122. =====	2,305,334. =====	2,258,646. =====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	4,991.
DEFFERED INCOME	607.
SALES WITH GAIN POSTING CURRENT TAX YEAR EFFECTIVE PREV	2,800.
FEDERAL BASIS ADJ AND ACCRETED DISCOUNT	14,736.

TOTAL	23,134.
	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE	7,688.
ROC BASIS ADJUSTMENT	2,619.
SALES WITH GAIN POSTING NEXT YEAR EFFECT	1,301.
MV /COST BASIS DIFFERENCE	820,547.
SALES WITH LOSS POSTING CURRENT TAX YEAR	867.
ACURED INT PDEFF DATE AFTER TYE	112.

TOTAL	833,134.
	=====

GRATIS FOUNDATION-AGY-MAIN
FORM 990PF, PART XV - LINES 2a - 2d
=====

26-3639918

RECIPIENT NAME:

Wells Fargo Philanthropic services

ADDRESS:

www.wellsfargo.com/privatefoundationgrants/gratis

Winston-Salem, NC 27101

RECIPIENT'S PHONE NUMBER: 888-235-4351

FORM, INFORMATION AND MATERIALS:

www.wellsfargo.com/privatefoundationgrants/gratis

Application must be submitted through the online grant application form.

SUBMISSION DEADLINES:

January 31st, May 31st and September 30th

RESTRICTIONS OR LIMITATIONS ON AWARDS:

The foundation does not accept for grants that would be payable to, or for the benefit of, specific individuals.

STATEMENT 28