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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2016

Open to Public Inspection

ENVELOPE POSTMARK DATE MAY 05 2017

SCANNED MAY 19 2017

For calendar year 2016 or tax year beginning , and ending

Name of foundation: EMMA BARNSLEY FOUNDATION UARTICLEVIII OF THE WILL OF EMMA E BARNSLEY

A Employer identification number: 26-4785578

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117

Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town, state or province, country, and ZIP or foreign postal code: Winston Salem NC 27101

Foreign country name | Foreign province/state/county | Foreign postal code

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ 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 ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,457,740

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*

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)				
	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	45,310	43,441		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	9,367			
	b	Gross sales price for all assets on line 6a 709,455				
	7	Capital gain net income (from Part IV, line 2)		9,367		
	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)	34,821	34,821		
	12	**Total.** Add lines 1 through 11	89,498	87,629	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	27,002	20,252		6,750
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	847			847
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,084	1,084		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	7,854	7,854		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	36,787	29,190	0	7,597
	25	Contributions, gifts, grants paid	45,000			45,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	81,787	29,190	0	52,597
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	7,711			
	b	**Net investment income** (if negative, enter -0-)		58,439		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

HTA

Form **990-PF** (2016)

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Part II	Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	91,904	176,317	176,317
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	2,002,078	1,924,486	2,281,423
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,093,982	2,100,803	2,457,740
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)	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	2,093,982	2,100,803	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	2,093,982	2,100,803	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,093,982	2,100,803	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,093,982
2	Enter amount from Part I, line 27a	2	7,711
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,985
4	Add lines 1, 2, and 3	4	2,103,678
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,875
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,100,803

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(i) 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				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	9,367
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ 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	107,798	2,955,890	0 036469
2014	147,803	3,276,494	0 045110
2013	158,176	3,134,986	0 050455
2012	217,603	1,898,450	0 114621
2011	155,568	2,427,386	0 064089

2	**Total** of line 1, column (d)	2	0 310744
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 062149
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,665,612
5	Multiply line 4 by line 3	5	165,665
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	584
7	Add lines 5 and 6	7	166,249
8	Enter qualifying distributions from Part XII, line 4	8	52,597

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	1,169
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	1,169
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,169
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	1,152		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,152
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	17
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	0
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	0

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933

Located at ▶ 100 N Main St MAC D4001-117 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 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶	16		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 ▶ ☐	1b		X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a	During the year did the foundation pay or incur any amount to			
	(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**	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?	**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**	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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	27,002		

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

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

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

Part IX-A **Summary of Direct Charitable Activities**

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,549,749
b	Average of monthly cash balances	1b	156,456
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,706,205
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,706,205
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	40,593
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,665,612
6	**Minimum investment return.** Enter 5% of line 5	6	133,281

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	133,281
2a	Tax on investment income for 2016 from Part VI, line 5	2a 1,169		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,169
3	Distributable amount before adjustments Subtract line 2c from line 1		3	132,112
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	132,112
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	132,112

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	52,597
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	52,597
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	52,597

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				132,112
2	Undistributed income, if any, as of the end of 2016				
a	Enter amount for 2015 only			0	
b	Total for prior years 20____, 20____, 20____				
3	Excess distributions carryover, if any, to 2016				
a	From 2011				
b	From 2012 29,024				
c	From 2013 4,940				
d	From 2014				
e	From 2015				
f	**Total** of lines 3a through e	33,964			
4	Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 52,597				
a	Applied to 2015, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2016 distributable amount				52,597
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*	33,964			33,964
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount—see instructions				
e	Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f	Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				45,551
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)				
8	Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9				
a	Excess from 2012				
b	Excess from 2013				
c	Excess from 2014				
d	Excess from 2015				
e	Excess from 2016				

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

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			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

WELLS FARGO BANK NA 1041 JBS PARKWAY ODESSA, TX 79762 (432) 498-4400

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

THE FOUNDATION DOES NOT INTEND TO PROVIDE A SPECIFIC APPLICATION BUT WILL REQUIRE ALL APPLICANTS TO APPL

c Any submission deadlines

NONE

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

THE TRUSTE INTENDS TO EXERCISE ITS DISCRETION TO MAKE GIFTS FROM THE FOUNDATION TO QUALIFIED ORGS

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached Statement				
Total			▶ **3a**	45,000
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	45,310	
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	9,367	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OMG ROYALTY INCOME			15	34,821	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		89,498	0
13 **Total.** Add line 12, columns (b), (d), and (e)				13	89,498

(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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of nonchantable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

▶ SVP Wells Fargo Bank N A. | 4/4/2017 | ▶ SVP Wells Fargo Bank N A

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		4/4/2017		P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP | Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 | Phone no 412-355-6000

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

Recipient(s) paid during the year

Name	Street	City	State	Zip Code	Foreign Country	Relationship	Foundation Status	Purpose of grant/contribution	Amount
AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY OF ANIMALS	424 E 92ND STREET	NEW YORK	NY	10128-6804		NONE	PC	SAFETY NET FOR AT-RISK PETS PROGRAM SUPPORT	10,000
TEXAS A & M FOUNDATION DEVELOPMENT OFFICE	4461 TAMU	COLLEGE STATION	TX	77843-4461		NONE	PC	SCHOLARSHIP	16,000
ETOSHA RESCUE & ADOPTION CENTER	1136 E KINGSBURY ST	SEGUIN	TX	78155		NONE	PC	COMMUNITY SPAY/NEUTER PROJECT	2,500
FOR ANIMALS INC	117 125TH ST	JAMAICA	NY	11420		NONE	PC	SENIOR CAT CARE MEDICAL PROGRAM	2,500
HUMANE HEROES	10930 E CRYSTAL FALLS PKWY	LANDER	TX	78641		NONE	PC	PREPARING ANIMALS FOR ADOPTION	2,500
LUCKY ORPHANS HORSE RESCUE	2699 NY-22	DOVER PLAINS	NY	12522		NONE	PC	VET/FARRIER SUPPORT	2,500

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

Recipient(s) paid during the year

Name				
PET PREVENT A LITTER OF CENTRAL TEXAS				
Street				
215 W SAN ANTONIO ST 101				
City	**State**	**Zip Code**	**Foreign Country**	
SAN MARCOS	TX	78666		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
PROJECT HAYS SPAYS				1,000

Name				
TEXAS TECH FOUNDATON, INC				
Street				
PO BOX 41102				
City	**State**	**Zip Code**	**Foreign Country**	
LUBBOCK	TX	79409		
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
SMALL ANIMAL CLINICAL TRAINING PROGRAM				8,000

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City	**State**	**Zip Code**	**Foreign Country**	
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	20,134		Capital Gains/Losses	709,455	700,088	9,367
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	COMCAST CORP CLASS A	20030N101	X				1/27/2015	4/22/2016	1,651	1,532				0	119
2	CVS HEALTH CORPORATION	126650100	X				7/27/2015	4/22/2016	912	988				0	-76
3	COMCAST CORP CLASS A	20030N101	X				8/31/2015	4/22/2016	795	732				0	63
4	CVS HEALTH CORPORATION	126650100	X				8/31/2015	4/22/2016	1,115	1,128				0	-13
5	CELANESE CORP	150870103	X				11/24/2014	4/22/2016	2,173	1,833				0	340
6	CITIGROUP INC	172967424	X				8/31/2015	4/22/2016	705	801				0	-96
7	CREDIT SUISSE COMM RET S	22544R305	X				7/22/2013	4/22/2016	296	460				0	-164
8	CREDIT SUISSE COMM RET S	22544R305	X				1/31/2014	4/22/2016	777	1,170				0	-393
9	CREDIT SUISSE COMM RET S	22544R305	X				1/31/2014	5/12/2016	898	1,321				0	-423
10	CITIGROUP INC	172967424	X				3/25/2014	4/22/2016	1,409	1,511				0	-102
11	CREDIT SUISSE COMM RET S	22544R305	X				1/31/2014	8/22/2016	7,650	11,097				0	-3,447
12	CREDIT SUISSE COMM RET S	22544R305	X				9/11/2014	8/22/2016	14,635	20,666				0	-6,031
13	COGNIZANT TECH SOLUTION	192446102	X				3/16/2016	4/22/2016	1,209	1,178				0	31
14	WALT DISNEY CO	254687106	X				3/1/2011	4/22/2016	1,556	649				0	907
15	DODGE & COX INT'L STOCK	256206103	X				2/28/2011	5/12/2016	2,839	3,026				0	-187
16	WALT DISNEY CO	254687106	X				8/24/2016	11/8/2016	1,418	1,436				0	-18
17	DODGE & COX INT'L STOCK	256206103	X				2/28/2011	8/22/2016	38,529	37,367				0	1,162
18	DODGE & COX INCOME FD C	256210105	X				1/27/2015	1/21/2016	6,795	7,150				0	-355
19	WALT DISNEY CO	254687106	X				3/1/2011	11/8/2016	1,418	649				0	769
20	DODGE & COX INT'L STOCK	256206103	X				1/27/2015	4/22/2016	3,258	3,789				0	-531
21	DODGE & COX INT'L STOCK	256206103	X				11/16/2015	4/22/2016	1,872	1,970				0	-98
22	DODGE & COX INT'L STOCK	256206103	X				11/16/2015	5/12/2016	3,540	3,965				0	-425
23	BOEING CO	097023105	X				8/24/2016	10/3/2016	1,312	1,333				0	-21
24	BOEING CO	097023105	X				8/7/2014	10/3/2016	131	120				0	11
25	CME GROUP INC	12572Q105	X				1/27/2015	4/22/2016	1,038	963				0	75
26	CME GROUP INC	12572Q105	X				8/31/2015	4/22/2016	661	664				0	-3
27	CME GROUP INC	12572Q105	X				1/22/2016	4/22/2016	661	591				0	70
28	CME GROUP INC	12572Q105	X				8/30/2012	9/30/2016	1,046	545				0	501
29	CME GROUP INC	12572Q105	X				7/11/2014	9/30/2016	732	492				0	240
30	CME GROUP INC	12572Q105	X				8/24/2016	9/30/2016	1,568	1,587				0	-19
31	CME GROUP INC	12572Q105	X				8/16/2012	9/30/2016	1,882	965				0	917
32	CUMMINS INC	231021106	X				8/7/2014	4/22/2016	927	1,114				0	-187
33	CUMMINS INC	231021106	X				8/7/2014	8/24/2016	2,497	2,785				0	-288
34	CUMMINS INC	231021106	X				2/7/2014	8/24/2016	1,873	2,016				0	-143
35	CUMMINS INC	231021106	X				11/14/2013	11/1/2016	5,375	5,825				0	-450
36	CUMMINS INC	231021106	X				2/7/2014	11/1/2016	733	806				0	-73
37	CUMMINS INC	231021106	X				8/31/2015	11/1/2016	1,832	1,828				0	4
38	WALT DISNEY CO	254687106	X				2/15/2013	2/5/2016	468	277				0	191
39	CUMMINS INC	231021106	X				1/27/2015	4/22/2016	812	998				0	-186
40	WALT DISNEY CO	254687106	X				1/27/2015	2/5/2016	1,030	1,039				0	-9
41	WALT DISNEY CO	254687106	X				8/31/2015	2/5/2016	1,685	1,837				0	-152
42	WALT DISNEY CO	254687106	X				3/1/2011	2/5/2016	2,902	1,340				0	1,562
43	FID ADV EMER MKTS INC- CL	315920702	X				10/27/2013	1/21/2016	1,459	1,676				0	-217
44	FID ADV EMER MKTS INC- CL	315920702	X				10/17/2013	1/21/2016	1,749	1,984				0	-235
45	FID ADV EMER MKTS INC- CL	315920702	X				10/17/2013	5/12/2016	781	807				23	-3
46	DODGE & COX INCOME FD C	256210105	X				6/15/2015	1/21/2016	3,178	3,299				0	-121
47	JP MORGAN MID CAP VALUE	339128100	X				7/10/2014	4/22/2016	5,354	5,670				0	-316
48	DODGE & COX INCOME FD C	256210105	X				6/15/2015	4/22/2016	665	672				7	0
49	JP MORGAN MID CAP VALUE	339128100	X				7/10/2014	5/12/2016	599	643				0	-44
50	DODGE & COX INCOME FD C	256210105	X				6/15/2015	8/22/2016	3,283	3,228				0	55
51	DODGE & COX INCOME FD C	256210105	X				5/16/2016	8/22/2016	15,675	15,349				0	326
52	JP MORGAN MID CAP VALUE	339128100	X				7/10/2014	8/22/2016	1,768	1,792				0	-24
53	DODGE & COX INCOME FD C	256210105	X				7/9/2015	8/22/2016	683	676				0	7
54	JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	8/22/2016	731	737				0	-6
55	DODGE & COX INCOME FD C	256210105	X				7/24/2015	8/22/2016	11,710	11,441				0	269
56	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	1/21/2016	2,172	2,226				0	-54
57	EATON VANCE GLOBAL MAC	277923728	X				10/27/2015	5/12/2016	216	220				3	-1
58	GILEAD SCIENCES INC	375558103	X				7/27/2015	4/22/2016	811	886				0	-75
59	HSBC - ADR	404280406	X				2/7/2014	3/1/2016	1,805	2,903				0	-1,098
60	HSBC - ADR	404280406	X				1/27/2015	3/1/2016	677	989				0	-312
61	HSBC - ADR	404280406	X				8/31/2015	3/1/2016	1,096	1,351				0	-255
62	JPMORGAN CHASE & CO	46625H100	X				7/11/2014	4/22/2016	576	503				0	73
63	JPMORGAN CHASE & CO	46625H100	X				1/27/2015	4/22/2016	1,280	1,129				0	151
64	JPMORGAN CHASE & CO	46625H100	X				8/31/2015	4/22/2016	640	642				0	-2
65	JPMORGAN CHASE & CO	46625H100	X				3/1/2016	4/22/2016	64	59				0	5
66	JPMORGAN CHASE & CO	46625H100	X				2/15/2013	9/30/2016	2,664	1,948				0	716
67	JPMORGAN CHASE & CO	46625H100	X				8/24/2016	9/30/2016	1,665	1,648				0	17
68	GILEAD SCIENCES INC	375558103	X				8/31/2015	4/22/2016	710	736				0	-26
69	GOLDMAN SACHS GROUP IN	38141G104	X				3/1/2011	6/10/2016	2,850	3,093				0	-243
70	GOLDMAN SACHS GROUP IN	38141G104	X				4/13/2011	6/10/2016	750	803				0	-53
71	GOLDMAN SACHS GROUP IN	38141G104	X				7/11/2011	6/10/2016	750	659				0	91
72	GOLDMAN SACHS GROUP IN	38141G104	X				7/3/2012	6/10/2016	1,500	986				0	514

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

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	20,134		Capital Gains/Losses	709,455	700,088	9,367
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73	GOLDMAN SACHS GROUP IN	38141G104	X				1/27/2015	6/10/2016	900	1,066				0	-166
74	HSBC - ADR	404280406	X				2/25/2013	3/1/2016	2,901	4,911				0	-2,010
75	HSBC - ADR	404280406	X				7/3/2013	3/1/2016	1,418	2,302				0	-884
76	TJX COMPANIES INC	872540109	X				8/31/2015	1/22/2016	2,136	2,187				0	-51
77	TJX COMPANIES INC	872540109	X				6/29/2011	1/22/2016	1,860	703				0	1,157
78	TJX COMPANIES INC	872540109	X				6/29/2011	4/22/2016	1,148	391				0	757
79	TARGET CORP	87612E106	X				1/27/2015	4/22/2016	1,069	973				0	96
80	TARGET CORP	87612E106	X				8/31/2015	4/22/2016	1,397	1,324				0	73
81	TARGET CORP	87612E106	X				8/31/2015	12/12/2016	765	779				0	-14
82	TARGET CORP	87612E106	X				6/25/2014	12/12/2016	2,295	1,744				0	551
83	TOTAL S A - ADR	89151E109	X				1/27/2015	4/22/2016	935	1,009				0	-74
84	TOTAL S A - ADR	89151E109	X				12/18/2014	4/22/2016	788	846				0	-58
85	UNION PACIFIC CORP	907818108	X				1/27/2015	4/22/2016	716	970				0	-254
86	UNION PACIFIC CORP	907818108	X				10/23/2015	4/22/2016	1,521	1,650				0	-129
87	UNITEDHEALTH GROUP INC	91324P102	X				7/27/2015	4/22/2016	1,206	1,058				0	148
88	UNITEDHEALTH GROUP INC	91324P102	X				8/31/2015	4/22/2016	1,341	1,159				0	182
89	UNITEDHEALTH GROUP INC	91324P102	X				7/11/2014	4/22/2016	134	83				0	51
90	VANGUARD REIT VIPER	922908553	X				7/24/2015	1/21/2016	3,627	3,794				0	-167
91	VANGUARD REIT VIPER	922908553	X				2/28/2011	1/21/2016	1,998	1,479				0	519
92	VANGUARD REIT VIPER	922908553	X				2/28/2011	4/22/2016	734	491				0	243
93	TJX COMPANIES INC	872540109	X				1/27/2015	1/22/2016	1,516	1,505				0	11
94	VANGUARD REIT VIPER	922908553	X				2/28/2011	5/12/2016	3,552	2,290				0	1,262
95	MONSANTO CO NEW	61166W101	X				6/18/2015	4/22/2016	1,878	2,291				0	-413
96	MONSANTO CO NEW	61166W101	X				6/18/2015	12/12/2016	3,659	4,009				0	-350
97	MONSANTO CO NEW	61166W101	X				7/7/2015	12/12/2016	4,705	4,854				0	-149
98	MONSANTO CO NEW	61166W101	X				7/27/2015	12/12/2016	1,045	1,016				0	29
99	MONSANTO CO NEW	61166W101	X				10/23/2015	12/12/2016	3,659	3,200				0	459
100	MONSANTO CO NEW	61166W101	X				9/30/2016	12/12/2016	1,045	1,023				0	22
101	ASG GLOBAL ALTERNATIVES	63872T885	X				8/11/2013	1/21/2016	194	221				0	-27
102	ASG GLOBAL ALTERNATIVES	63872T885	X				7/22/2013	1/21/2016	4,043	4,574				0	-531
103	MET WEST TOTAL RETURN B	592905509	X				1/27/2015	8/22/2016	21,917	21,917				0	0
104	ASG GLOBAL ALTERNATIVES	63872T885	X				7/22/2013	8/22/2016	18,278	21,564				0	-3,286
105	MICROSOFT CORP	594918104	X				8/24/2016	11/8/2016	2,719	2,602				0	117
106	NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	5/12/2016	355	363				8	0
107	NEUBERGER BERMAN LONG	64128R608	X				6/26/2014	8/22/2016	358	364				0	-6
108	NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	8/22/2016	13,696	13,889				0	-193
109	ORACLE CORPORATION	68389X105	X				3/1/2011	3/16/2016	5,811	4,635				0	1,176
110	ORACLE CORPORATION	68389X105	X				7/3/2012	3/16/2016	2,421	1,793				0	628
111	ORACLE CORPORATION	68389X105	X				8/31/2015	3/16/2016	848	782				0	66
112	OPPENHEIMER DEVELOPING	683974604	X				1/31/2014	4/22/2016	10,143	11,262				480	-639
113	OPPENHEIMER DEVELOPING	683974604	X				1/31/2014	8/22/2016	73,159	76,362				0	-3,203
114	OPPENHEIMER DEVELOPING	683974604	X				2/28/2011	8/22/2016	8,547	8,792				0	-245
115	BOSTON P LNG/SHRT RES-IN	74925K581	X				7/22/2013	1/21/2016	663	631				0	32
116	BOSTON P LNG/SHRT RES-IN	74925K581	X				4/28/2016	8/22/2016	810	793				0	17
117	BOSTON P LNG/SHRT RES-IN	74925K581	X				7/22/2013	8/22/2016	5,659	4,990				0	669
118	T ROWE PRICE SHORT TERM	77957P105	X				9/11/2014	1/21/2016	1,397	1,418				0	-21
119	T ROWE PRICE SHORT TERM	77957P105	X				6/17/2015	1/21/2016	2,375	2,400				0	-25
120	T ROWE PRICE SHORT TERM	77957P105	X				6/17/2015	4/22/2016	24,367	24,495				0	-128
121	T ROWE PRICE SHORT TERM	77957P105	X				11/16/2015	4/22/2016	3,841	3,837				0	4
122	T ROWE PRICE INST FLOAT I	77958B402	X				1/31/2014	1/21/2016	1,917	2,039				0	-122
123	T ROWE PRICE INST FLOAT I	77958B402	X				1/31/2014	5/12/2016	327	340				13	0
124	T ROWE PRICE REAL ESTATI	779919109	X				12/24/2015	5/12/2016	1,518	1,453				0	65
125	SPDR DJ WILSHIRE INTERNA	78463X863	X				6/6/2011	1/21/2016	7,248	8,255				0	-1,007
126	SPDR DJ WILSHIRE INTERNA	78463X863	X				4/26/2011	1/21/2016	959	1,096				0	-137
127	SPDR DJ WILSHIRE INTERNA	78463X863	X				1/28/2014	1/21/2016	5,756	6,492				0	-736
128	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/16/2014	1/21/2016	3,091	3,513				0	-422
129	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/24/2015	1/21/2016	2,132	2,520				0	-388
130	SPDR DJ WILSHIRE INTERNA	78463X863	X				2/28/2011	1/21/2016	10,020	11,257				0	-1,237
131	SPDR DJ WILSHIRE INTERNA	78463X863	X				2/28/2011	4/22/2016	3,692	3,513				0	179
132	SPDR DJ WILSHIRE INTERNA	78463X863	X				2/28/2011	5/12/2016	838	798				0	40
133	SPDR DJ WILSHIRE INTERNA	78463X863	X				2/28/2011	8/22/2016	8,242	7,744				0	498
134	SCHLUMBERGER LTD	806857108	X				7/11/2014	4/22/2016	1,038	1,492				0	-454
135	SCHLUMBERGER LTD	806857108	X				11/24/2014	4/22/2016	1,358	1,675				0	-317
136	STERLING CAPITAL STRATTO	85917K546	X				7/10/2014	4/22/2016	2,726	2,936				0	-210
137	STERLING CAPITAL STRATTO	85917K546	X				7/10/2014	5/12/2016	22,896	24,726				0	-1,830
138	JPMORGAN HIGH YIELD FUN	4812C0803	X				1/31/2014	1/21/2016	1,399	1,696				0	-297
139	JPMORGAN HIGH YIELD FUN	4812C0803	X				12/23/2014	1/21/2016	713	822				0	-109
140	JPMORGAN HIGH YIELD FUN	4812C0803	X				12/23/2014	5/12/2016	417	449				32	0
141	LAS VEGAS SANDS CORP	517834107	X				9/10/2014	11/1/2016	2,636	2,832				0	-196
142	MANULIFE FINANCIAL CORP	56501R106	X				12/17/2015	4/22/2016	1,414	1,396				0	18
143	MERGER FUND-INST #301	589509207	X				2/19/2013	1/21/2016	1,612	1,701				0	-89
144	MERGER FUND-INST #301	589509207	X				2/19/2013	5/12/2016	230	236				6	0

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

	Amount
Long Term CG Distributions	20,134
Short Term CG Distributions	0

Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Capital Gains/Losses	709,455	700,088	9,367
Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
145	MET WEST TOTAL RETURN B	592905509	X				1/27/2015	1/21/2016	11,203	11,559				0	-356
146	JPMORGAN CHASE & CO	46625H100	X				3/1/2011	9/30/2016	666	461				0	205
147	JOHNSON CONTROLS INC	478366107	X				7/3/2012	4/22/2016	2,468	1,643				0	825
148	JOHNSON CONTROLS INC	478366107	X				1/22/2013	4/22/2016	2,092	1,549				0	543
149	JOHNSON CONTROLS INC	478366107	X				2/15/2013	4/22/2016	2,301	1,763				0	538
150	JOHNSON CONTROLS INC	478366107	X				7/11/2014	4/22/2016	1,088	1,319				0	-231
151	JOHNSON CONTROLS INC	478366107	X				7/27/2015	4/22/2016	1,464	1,543				0	-79
152	NESTLE S A REGISTERED SI	641069406	X				3/1/2011	4/22/2016	6,581	5,049				0	1,532
153	NESTLE S A REGISTERED SI	641069406	X				11/24/2014	4/22/2016	1,035	1,040				0	-5
154	NESTLE S A REGISTERED SI	641069406	X				8/31/2015	4/22/2016	1,996	1,989				0	7
155	NEUBERGER BERMAN LONG	64128R608	X				7/10/2014	1/21/2016	2,984	3,258				0	-274
156	BERKSHIRE HATHAWAY INC.	084670702	X				4/11/2012	11/8/2016	443	237				0	206
157	BLACKROCK GL L/S CREDIT-	091936732	X				10/27/2015	1/21/2016	2,975	3,193				0	-218
158	BLACKROCK GL L/S CREDIT-	091936732	X				10/27/2015	5/12/2016	782	832				50	0
159	BOEING CO	097023105	X				1/27/2015	4/22/2016	1,182	1,195				0	-13
160	BOEING CO	097023105	X				7/27/2015	4/22/2016	1,313	1,411				0	-98
161	BOEING CO	097023105	X				8/31/2015	4/22/2016	131	131				0	0
162	BOEING CO	097023105	X				8/31/2015	10/3/2016	1,181	1,176				0	5
163	EATON CORP PLC	G29183103	X				7/27/2015	4/22/2016	1,258	1,183				0	75
164	AQR MANAGED FUTURES ST	00203H859	X				2/16/2015	1/21/2016	341	351				0	-10
165	AQR MANAGED FUTURES ST	00203H859	X				7/22/2013	1/21/2016	2,079	1,970				0	109
166	AFFILIATED MANAGERS GRO	008252108	X				8/31/2015	4/22/2016	1,423	1,494				0	-71
167	AFFILIATED MANAGERS GRO	008252108	X				7/3/2012	4/22/2016	356	222				0	134
168	AMER CENT SMALL CAP GRV	025083320	X				7/24/2015	5/12/2016	21,581	26,757				0	-5,176
169	AMERIPRISE FINL INC	03076C106	X				7/27/2015	4/22/2016	1,500	1,844				0	-344
170	APPLE INC	037833100	X				6/18/2015	4/22/2016	2,106	2,559				0	-453
171	APPLE INC	037833100	X				7/27/2015	4/22/2016	1,579	1,845				0	-266
172	APPLE INC	037833100	X				8/31/2015	4/22/2016	526	565				0	-39
173	ARTISAN INTERNATIONAL FD	04314H402	X				8/1/2007	1/21/2016	1,223	1,478				0	-255
174	VANGUARD REIT VIPER	922908553	X				2/28/2011	8/22/2016	23,938	14,664				0	9,274
175	ARTISAN INTERNATIONAL FD	04314H402	X				7/10/2014	5/12/2016	4,984	5,571				0	-587
176	ARTISAN INTERNATIONAL FD	04314H402	X				1/27/2015	8/22/2016	6,486	7,102				0	-616
177	ARTISAN INTERNATIONAL FD	04314H402	X				10/21/2014	8/22/2016	5,910	6,134				0	-224
178	ARTISAN INTERNATIONAL FD	04314H402	X				7/10/2014	8/22/2016	3,140	3,454				0	-314
179	ARTISAN INTERNATIONAL FD	04314H402	X				5/5/2014	8/22/2016	995	1,062				0	-67
180	ARTISAN INTERNATIONAL FD	04314H402	X				11/16/2015	8/22/2016	3,389	3,478				0	-89
181	ARTISAN INTERNATIONAL FD	04314H402	X				7/18/2007	8/22/2016	790	881				0	-91
182	ARTISAN INTERNATIONAL FD	04314H402	X				2/28/2011	8/22/2016	10,165	8,088				0	2,077
183	ARTISAN MID CAP FUND-INS	04314H600	X				7/24/2015	5/12/2016	859	1,077				206	-12
184	ARTISAN MID CAP FUND-INS	04314H600	X				7/24/2015	8/22/2016	1,389	1,609				0	-220
185	ARTISAN MID CAP FUND-INS	04314H600	X				7/10/2015	8/22/2016	879	1,024				0	-145
186	ARTISAN MID CAP FUND-INS	04314H600	X				7/10/2014	8/22/2016	2,648	3,006				0	-358
187	BERKSHIRE HATHAWAY INC.	084670702	X				7/11/2014	4/22/2016	438	386				0	52
188	BERKSHIRE HATHAWAY INC.	084670702	X				1/27/2015	4/22/2016	1,460	1,482				0	-22
189	ARTISAN INTERNATIONAL FD	04314H402	X				8/1/2007	5/12/2016	5,480	6,160				97	-583
190	BERKSHIRE HATHAWAY INC.	084670702	X				8/31/2015	4/22/2016	1,022	938				0	84
191	BERKSHIRE HATHAWAY INC.	084670702	X				3/1/2011	10/3/2016	575	345				0	230
192	BERKSHIRE HATHAWAY INC.	084670702	X				3/22/2011	10/3/2016	2,874	1,684				0	1,190
193	BERKSHIRE HATHAWAY INC.	084670702	X				2/15/2013	10/3/2016	1,293	895				0	398
194	BERKSHIRE HATHAWAY INC.	084670702	X				8/31/2015	10/3/2016	2,012	1,876				0	136
195	BERKSHIRE HATHAWAY INC.	084670702	X				8/24/2016	10/3/2016	1,437	1,483				0	-46
196	BERKSHIRE HATHAWAY INC.	084670702	X				7/3/2012	10/3/2016	2,587	1,506				0	1,081
197	BERKSHIRE HATHAWAY INC.	084670702	X				7/3/2012	11/8/2016	2,510	1,422				0	1,088

Part I, Line 11 (990-PF) - Other Income

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
		34,821	34,821	0
1	OMG ROYALTY INCOME	34,821	34,821	

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		847	0	0	847
1	TAX PREP FEES	847			847

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		1,084	1,084	0	0
1	Foreign Tax Withheld	1,084	1,084		

Part I, Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		7,854	7,854	0	0
1	ADR Fees	11	11		
2	OMG ROYALTY EXPENSES	7,843	7,843		

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			2,002,078	1,924,486	2,281,423
1				0	
2	AFFILIATED MANAGERS GROUP INC		0	10,541	13,077
3	APPLE COMPUTER INC COM		0	21,931	36,483
4	BAYER A G SPONSORED ADR		0	7,612	7,821
5	BOEING COMPANY		0	10,208	17,903
6	CVS/CAREMARK CORPORATION		0	7,788	13,020
7	CISCO SYSTEMS INC		0	12,381	18,736
8	COGNIZANT TECH SOLUTIONS CRP COM		0	15,849	15,688
9	DIAGEO PLC - ADR		0	8,988	9,874
10	WALT DISNEY CO		0	6,226	11,464
11	GILEAD SCIENCES INC		0	2,700	6,803
12	ELI LILLY & CO COM		0	9,906	9,562
13	MICROSOFT CORP		0	15,238	24,856
14	PNC FINANCIAL SERVICES GROUP		0	13,950	17,544
15	ROCHE HOLDINGS LTD - ADR		0	15,839	13,409
16	SCHLUMBERGER LTD		0	15,427	16,370
17	TJX COS INC NEW		0	3,521	7,889
18	THERMO FISHER SCIENTIFIC INC		0	4,737	10,582
19	TOTAL FINA ELF S A. ADR		0	11,799	12,742
20	UNION PACIFIC CORP		0	11,535	18,662
21	MCKESSON CORP		0	7,336	9,129
22	MANULIFE FINANCIAL CORP		0	11,961	14,880
23	UNITED PARCEL SERVICE-CL B		0	6,510	9,744
24	TARGET CORP		0	6,881	9,029
25	UNITEDHEALTH GROUP INC		0	9,749	24,806
26	HAIN CELESTIAL GROUP INC		0	7,587	7,221
27	BLACKROCK INC		0	7,286	8,752
28	JPMORGAN CHASE & CO		0	9,701	18,984
29	SUNCOR ENERGY INC NEW F		0	14,360	17,653
30	MERCK & CO INC NEW		0	10,828	12,068
31	BERSHIRE HATHAWAY INC		0	5,925	8,964
32	ALPHABET INC/CA		0	14,621	23,155
33	COMCAST CORP CLASS A		0	9,115	18,989
34	LAS VEGAS SANDS CORP		0	10,527	9,881
35	CELANESE CORP		0	9,721	15,748
36	TE CONNECTIVITY LTD		0	8,165	8,660
37	CITIGROUP INC		0	14,768	18,423
38	AMERIPRISE FINL INC		0	13,395	13,868
39	SPIRIT AEROSYTSEMS HOLD-CL A		0	8,365	10,795
40	EATON CORP PLC		0	6,750	9,057
41	CME GROUP INC		0	5,341	10,958
42	DODGE & COX INCOME FD COM 147		0	71,915	73,270
43	ARTISAN INTERNATIONAL FD I 662		0	58,922	71,128
44	MERGER FUND-INST #301		0	39,847	39,767
45	ARTISAN MID CAP FUND-INSTL 1333		0	91,776	90,381
46	MET WEST TOTAL RETURN BOND CL I 51		0	127,108	123,045

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			2,002,078	1,924,486	2,281,423
47	FID ADV EMER MKTS INC- CL I 607		0	129,282	129,864
48	T ROWE PRICE REAL ESTATE FD 122		0	40,436	42,866
49	EATON VANCE GLOBAL MACRO - I		0	67,944	67,436
50	DODGE & COX INT'L STOCK FD 1048		0	68,310	79,085
51	AMER CENT SMALL CAP GRWTH INST 33		0	71,013	71,001
52	JP MORGAN MID CAP VALUE-I 758		0	74,648	99,608
53	STERLING CAPITAL STRATTON SMALL C		0	66,146	72,397
54	ASG GLOBAL ALTERNATIVES-Y 1993		0	44,836	41,029
55	VANGUARD REIT VIPER		0	36,870	60,660
56	AQR MANAGED FUTURES STR-I		0	67,163	61,471
57	VANGUARD INFLAT-PROT SECS-ADM 511		0	10,723	10,288
58	JPMORGAN HIGH YIELD FUND SS 3580		0	96,231	95,754
59	T ROWE PRICE INST FLOAT RATE 170		0	39,790	39,815
60	OPPENHEIMER DEVELOPING MKT-I 799		0	88,000	86,020
61	INV BALANCE RISK COMM STR-Y 8611		0	22,571	22,178
62	BLACKROCK GL L/S CREDIT-INS #1833		0	81,254	80,323
63	SPDR DJ WILSHIRE INTERNATIONAL REA		0	42,654	39,904
64	ROBECO BP LNG/SHRT RES-INS		0	14,936	17,195
65	NEUBERGER BERMAN LONG SH-INS #183		0	39,927	39,837
66	CREDIT SUISSE COMM RT ST-CO 2156		0	27,101	23,074
67	TUCKER NORTH PROSPECT LEAS 997516		0	1	1
68	VARIOUS MINERAL INTERESTS 99751650		0	1	14,830
69	VARIOUS MINERAL INTERESTS 99751650		0	1	12,743
70	SECS 27, 28, 33, 34 997516494		0	1	18,361
71	VARIOUS MINERAL INTERESTS 99751649		0	1	4,267
72	VARIOUS MINERAL INTERESTS 99751650		0	1	1,625
73	VARIOUS MINERAL INTERESTS 99751650		0	1	1
74	VARIOUS MINERAL INTERESTS 99751650		0	1	10,490
75	VARIOUS MINERAL INTERESTS 99751650		0	1	2,343
76	"SECS 16,17,S/2-23,24,25,W/ 997516493"		0	1	1
77	VARIOUS MINERAL INTERESTS 99751650		0	1	17,861
78	SEC 42, BLK 32 997516491		0	1	9,219
79	"SEC 41, BLK 32 997516490"		0	1	1
80	J F CROSS SVY 1 & 2 997516489		0	1	48,101
81	SEC 43 BLK 32 997516488		0	1	934

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

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

1	Mutual Fund Timing Difference	1	658
2	Federal Excise Tax Refund	2	1,327
3	Total	3	1,985

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

1	Mutual Fund Timing Difference	1	1,379
2	PY Return of Capital Adjustment	2	1,210
3	Cost Basis Adjustment	3	286
4	Total	4	2,875

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

	Amount
Long Term CG Distributions	20,134
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						689,321	0	925	701,013	-10,767	0	0	0	-10,767
1	COMCAST CORP CLASS A	20030N101		1/27/2015	4/22/2016	1,651		0	1,532	119	0	0	0	119
2	CVS HEALTH CORPORATION	126650100		7/27/2015	4/22/2016	912		0	988	-76	0	0	0	-76
3	COMCAST CORP CLASS A	20030N101		8/31/2015	4/22/2016	795		0	732	63	0	0	0	63
4	CVS HEALTH CORPORATION	126650100		8/31/2015	4/22/2016	1,115		0	1,128	-13	0	0	0	-13
5	CELANESE CORP	150870103		11/24/2014	4/22/2016	2,173		0	1,833	340	0	0	0	340
6	CITIGROUP INC	172967424		8/31/2015	4/22/2016	705		0	801	-96	0	0	0	-96
7	CREDIT SUISSE COMM RET S	22544R305		7/22/2013	4/22/2016	296		0	460	-164	0	0	0	-164
8	CREDIT SUISSE COMM RET S	22544R305		1/31/2014	4/22/2016	777		0	1,170	-393	0	0	0	-393
9	CREDIT SUISSE COMM RET S	22544R305		1/31/2014	5/12/2016	898		0	1,321	-423	0	0	0	-423
10	CITIGROUP INC	172967424		3/25/2014	4/22/2016	1,409		0	1,511	-102	0	0	0	-102
11	CREDIT SUISSE COMM RET S	22544R305		1/31/2014	8/22/2016	7,650		0	11,097	-3,447	0	0	0	-3,447
12	CREDIT SUISSE COMM RET S	22544R305		9/11/2014	8/22/2016	14,635		0	20,666	-6,031	0	0	0	-6,031
13	COGNIZANT TECH SOLUTION	192446102		3/16/2016	4/22/2016	1,209		0	1,178	31	0	0	0	31
14	WALT DISNEY CO	254687106		3/1/2011	4/22/2016	1,556		0	649	907	0	0	0	907
15	DODGE & COX INT'L STOCK F	256206103		2/28/2011	5/12/2016	2,839		0	3,026	-187	0	0	0	-187
16	WALT DISNEY CO	254687106		8/24/2016	11/8/2016	1,418		0	1,436	-18	0	0	0	-18
17	DODGE & COX INT'L STOCK F	256206103		2/28/2011	8/22/2016	38,529		0	37,367	1,162	0	0	0	1,162
18	DODGE & COX INCOME FD C	256210105		1/27/2015	1/21/2016	6,795		0	7,150	-355	0	0	0	-355
19	WALT DISNEY CO	254687106		3/1/2011	11/8/2016	1,418		0	649	769	0	0	0	769
20	DODGE & COX INT'L STOCK F	256206103		1/27/2015	4/22/2016	3,258		0	3,789	-531	0	0	0	-531
21	DODGE & COX INT'L STOCK F	256206103		11/16/2015	4/22/2016	1,872		0	1,970	-98	0	0	0	-98
22	DODGE & COX INT'L STOCK F	256206103		11/16/2015	5/12/2016	3,540		0	3,965	-425	0	0	0	-425
23	BOEING CO	097023105		8/24/2016	10/3/2016	1,312		0	1,333	-21	0	0	0	-21
24	BOEING CO	097023105		8/7/2014	10/3/2016	131		0	120	11	0	0	0	11
25	CME GROUP INC	12572Q105		1/27/2015	4/22/2016	1,038		0	963	75	0	0	0	75
26	CME GROUP INC	12572Q105		8/31/2015	4/22/2016	661		0	664	-3	0	0	0	-3
27	CME GROUP INC	12572Q105		1/22/2016	4/22/2016	661		0	591	70	0	0	0	70
28	CME GROUP INC	12572Q105		8/30/2012	9/30/2016	1,046		0	545	501	0	0	0	501
29	CME GROUP INC	12572Q105		7/11/2014	9/30/2016	732		0	492	240	0	0	0	240
30	CME GROUP INC	12572Q105		8/24/2016	9/30/2016	1,568		0	1,587	-19	0	0	0	-19
31	CME GROUP INC	12572Q105		8/16/2012	9/30/2016	1,882		0	965	917	0	0	0	917
32	CUMMINS INC	231021106		8/7/2014	4/22/2016	927		0	1,114	-187	0	0	0	-187
33	CUMMINS INC	231021106		8/7/2014	8/24/2016	2,497		0	2,785	-288	0	0	0	-288
34	CUMMINS INC	231021106		2/7/2014	8/24/2016	1,873		0	2,016	-143	0	0	0	-143
35	CUMMINS INC	231021106		11/14/2013	11/1/2016	5,375		0	5,825	-450	0	0	0	-450
36	CUMMINS INC	231021106		2/7/2014	11/1/2016	733		0	806	-73	0	0	0	-73
37	CUMMINS INC	231021106		8/31/2015	11/1/2016	1,832		0	1,828	4	0	0	0	4
38	WALT DISNEY CO	254687106		2/15/2013	2/5/2016	468		0	277	191	0	0	0	191
39	CUMMINS INC	231021106		1/27/2015	4/22/2016	812		0	998	-186	0	0	0	-186
40	WALT DISNEY CO	254687106		1/27/2015	2/5/2016	1,030		0	1,039	-9	0	0	0	-9
41	WALT DISNEY CO	254687106		8/31/2015	2/5/2016	1,685		0	1,837	-152	0	0	0	-152
42	WALT DISNEY CO	254687106		3/1/2011	2/5/2016	2,902		0	1,340	1,562	0	0	0	1,562
43	FID ADV EMER MKTS INC- CL	315920702		10/27/2013	1/21/2016	1,459		0	1,676	-217	0	0	0	-217
44	FID ADV EMER MKTS INC- CL	315920702		10/17/2013	1/21/2016	1,749		0	1,984	-235	0	0	0	-235
45	FID ADV EMER MKTS INC- CL	315920702		10/17/2013	5/12/2016	781		23	807	-3	0	0	0	-3
46	DODGE & COX INCOME FD C	256210105		6/15/2015	1/21/2016	3,178		0	3,299	-121	0	0	0	-121
47	JP MORGAN MID CAP VALUE	339128100		7/10/2014	4/22/2016	5,354		0	5,670	-316	0	0	0	-316
48	DODGE & COX INCOME FD C	256210105		6/15/2015	4/22/2016	665		7	672	0	0	0	0	0
49	JP MORGAN MID CAP VALUE	339128100		7/10/2014	5/12/2016	599		0	643	-44	0	0	0	-44
50	DODGE & COX INCOME FD C	256210105		6/15/2015	8/22/2016	3,283		0	3,228	55	0	0	0	55
51	DODGE & COX INCOME FD C	256210105		5/16/2016	8/22/2016	15,675		0	15,349	326	0	0	0	326
52	JP MORGAN MID CAP VALUE	339128100		7/10/2014	8/22/2016	1,768		0	1,792	-24	0	0	0	-24
53	DODGE & COX INCOME FD C	256210105		7/9/2015	8/22/2016	683		0	676	7	0	0	0	7
54	JP MORGAN MID CAP VALUE	339128100		7/24/2015	8/22/2016	731		0	737	-6	0	0	0	-6
55	DODGE & COX INCOME FD C	256210105		7/24/2015	8/22/2016	11,710		0	11,441	269	0	0	0	269
56	EATON VANCE GLOBAL MAC	277923728		10/27/2015	1/21/2016	2,172		0	2,226	-54	0	0	0	-54
57	EATON VANCE GLOBAL MAC	277923728		10/27/2015	5/12/2016	216		3	220	-1	0	0	0	-1
58	GILEAD SCIENCES INC	375558103		7/27/2015	4/22/2016	811		0	886	-75	0	0	0	-75
59	HSBC - ADR	404280406		2/7/2014	3/1/2016	1,805		0	2,903	-1,098	0	0	0	-1,098
60	HSBC - ADR	404280406		1/27/2015	3/1/2016	677		0	989	-312	0	0	0	-312
61	HSBC - ADR	404280406		8/31/2015	3/1/2016	1,096		0	1,351	-255	0	0	0	-255
62	JPMORGAN CHASE & CO	46625H100		7/11/2014	4/22/2016	576		0	503	73	0	0	0	73
63	JPMORGAN CHASE & CO	46625H100		1/27/2015	4/22/2016	1,280		0	1,129	151	0	0	0	151
64	JPMORGAN CHASE & CO	46625H100		8/31/2015	4/22/2016	640		0	642	-2	0	0	0	-2
65	JPMORGAN CHASE & CO	46625H100		3/1/2016	4/22/2016	64		0	59	5	0	0	0	5
66	JPMORGAN CHASE & CO	46625H100		2/15/2013	9/30/2016	2,664		0	1,948	716	0	0	0	716
67	JPMORGAN CHASE & CO	46625H100		8/24/2016	9/30/2016	1,665		0	1,648	17	0	0	0	17
68	GILEAD SCIENCES INC	375558103		8/31/2015	4/22/2016	710		0	736	-26	0	0	0	-26
69	GOLDMAN SACHS GROUP IN	38141G104		3/1/2011	6/10/2016	2,850		0	3,093	-243	0	0	0	-243

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

	Amount
Long Term CG Distributions	20,134
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						689,321	0	925	701,013	-10,767	0	0	0	-10,767
70	GOLDMAN SACHS GROUP IN	38141G104		4/13/2011	6/10/2016	750		0	803	-53	0	0	0	-53
71	GOLDMAN SACHS GROUP IN	38141G104		7/11/2011	6/10/2016	750		0	659	91	0	0	0	91
72	GOLDMAN SACHS GROUP IN	38141G104		7/3/2012	6/10/2016	1,500		0	986	514	0	0	0	514
73	GOLDMAN SACHS GROUP IN	38141G104		1/27/2015	6/10/2016	900		0	1,066	-166	0	0	0	-166
74	HSBC - ADR	404280406		2/25/2013	3/1/2016	2,901		0	4,911	-2,010	0	0	0	-2,010
75	HSBC - ADR	404280406		7/3/2013	3/1/2016	1,418		0	2,302	-884	0	0	0	-884
76	TJX COMPANIES INC	872540109		8/31/2015	1/22/2016	2,136		0	2,187	-51	0	0	0	-51
77	TJX COMPANIES INC	872540109		6/29/2011	1/22/2016	1,860		0	703	1,157	0	0	0	1,157
78	TJX COMPANIES INC	872540109		6/29/2011	4/22/2016	1,148		0	391	757	0	0	0	757
79	TARGET CORP	87612E106		1/27/2015	4/22/2016	1,069		0	973	96	0	0	0	96
80	TARGET CORP	87612E106		8/31/2015	4/22/2016	1,397		0	1,324	73	0	0	0	73
81	TARGET CORP	87612E106		8/31/2015	12/12/2016	765		0	779	-14	0	0	0	-14
82	TARGET CORP	87612E106		6/25/2014	12/12/2016	2,295		0	1,744	551	0	0	0	551
83	TOTAL S A - ADR	89151E109		1/27/2015	4/22/2016	935		0	1,009	-74	0	0	0	-74
84	TOTAL S A - ADR	89151E109		12/18/2014	4/22/2016	788		0	846	-58	0	0	0	-58
85	UNION PACIFIC CORP	907818108		1/27/2015	4/22/2016	716		0	970	-254	0	0	0	-254
86	UNION PACIFIC CORP	907818108		10/23/2015	4/22/2016	1,521		0	1,650	-129	0	0	0	-129
87	UNITEDHEALTH GROUP INC	91324P102		7/27/2015	4/22/2016	1,206		0	1,058	148	0	0	0	148
88	UNITEDHEALTH GROUP INC	91324P102		8/31/2015	4/22/2016	1,341		0	1,159	182	0	0	0	182
89	UNITEDHEALTH GROUP INC	91324P102		7/11/2014	4/22/2016	134		0	83	51	0	0	0	51
90	VANGUARD REIT VIPER	922908553		7/24/2015	1/21/2016	3,627		0	3,794	-167	0	0	0	-167
91	VANGUARD REIT VIPER	922908553		2/28/2011	1/21/2016	1,998		0	1,479	519	0	0	0	519
92	VANGUARD REIT VIPER	922908553		2/28/2011	4/22/2016	734		0	491	243	0	0	0	243
93	TJX COMPANIES INC	872540109		1/27/2015	1/22/2016	1,516		0	1,505	11	0	0	0	11
94	VANGUARD REIT VIPER	922908553		2/28/2011	5/12/2016	3,552		0	2,290	1,262	0	0	0	1,262
95	MONSANTO CO NEW	61166W101		6/18/2015	4/22/2016	1,878		0	2,291	-413	0	0	0	-413
96	MONSANTO CO NEW	61166W101		6/18/2015	12/12/2016	3,659		0	4,009	-350	0	0	0	-350
97	MONSANTO CO NEW	61166W101		7/7/2015	12/12/2016	4,705		0	4,854	-149	0	0	0	-149
98	MONSANTO CO NEW	61166W101		7/27/2015	12/12/2016	1,045		0	1,016	29	0	0	0	29
99	MONSANTO CO NEW	61166W101		10/23/2015	12/12/2016	3,659		0	3,200	459	0	0	0	459
100	MONSANTO CO NEW	61166W101		9/30/2016	12/12/2016	1,045		0	1,023	22	0	0	0	22
101	ASG GLOBAL ALTERNATIVES	63872T885		8/11/2013	1/21/2016	194		0	221	-27	0	0	0	-27
102	ASG GLOBAL ALTERNATIVES	63872T885		7/22/2013	1/21/2016	4,043		0	4,574	-531	0	0	0	-531
103	MET WEST TOTAL RETURN E	592905509		1/27/2015	8/22/2016	21,917		0	21,917	0	0	0	0	0
104	ASG GLOBAL ALTERNATIVES	63872T885		7/22/2013	8/22/2016	18,278		0	21,564	-3,286	0	0	0	-3,286
105	MICROSOFT CORP	594918104		8/24/2016	11/8/2016	2,719		0	2,602	117	0	0	0	117
106	NEUBERGER BERMAN LONG	64128R608		7/10/2014	5/12/2016	355		8	363	0	0	0	0	0
107	NEUBERGER BERMAN LONG	64128R608		6/26/2014	8/22/2016	358		0	364	-6	0	0	0	-6
108	NEUBERGER BERMAN LONG	64128R608		7/10/2014	8/22/2016	13,696		0	13,889	-193	0	0	0	-193
109	ORACLE CORPORATION	68389X105		3/1/2011	3/16/2016	5,811		0	4,635	1,176	0	0	0	1,176
110	ORACLE CORPORATION	68389X105		7/3/2012	3/16/2016	2,421		0	1,793	628	0	0	0	628
111	ORACLE CORPORATION	68389X105		8/31/2015	3/16/2016	848		0	782	66	0	0	0	66
112	OPPENHEIMER DEVELOPING	683974604		1/31/2014	4/22/2016	10,143		480	11,262	-639	0	0	0	-639
113	OPPENHEIMER DEVELOPING	683974604		1/31/2014	8/22/2016	73,159		0	76,362	-3,203	0	0	0	-3,203
114	OPPENHEIMER DEVELOPING	683974604		2/28/2011	8/22/2016	8,547		0	8,792	-245	0	0	0	-245
115	BOSTON P LNG/SHRT RES-IN	74925K581		7/22/2013	1/21/2016	663		0	631	32	0	0	0	32
116	BOSTON P LNG/SHRT RES-IN	74925K581		4/28/2016	8/22/2016	810		0	793	17	0	0	0	17
117	BOSTON P LNG/SHRT RES-IN	74925K581		7/22/2013	8/22/2016	5,659		0	4,990	669	0	0	0	669
118	T ROWE PRICE SHORT TERM	77957P105		9/11/2014	1/21/2016	1,397		0	1,418	-21	0	0	0	-21
119	T ROWE PRICE SHORT TERM	77957P105		6/17/2015	1/21/2016	2,375		0	2,400	-25	0	0	0	-25
120	T ROWE PRICE SHORT TERM	77957P105		6/17/2015	4/22/2016	24,367		0	24,495	-128	0	0	0	-128
121	T ROWE PRICE SHORT TERM	77957P105		11/16/2015	4/22/2016	3,841		0	3,837	4	0	0	0	4
122	T ROWE PRICE INST FLOAT F	77958B402		1/31/2014	1/21/2016	1,917		0	2,039	-122	0	0	0	-122
123	T ROWE PRICE INST FLOAT F	77958B402		1/31/2014	5/12/2016	327		13	340	0	0	0	0	0
124	T ROWE PRICE REAL ESTAT	779919109		12/24/2015	5/12/2016	1,518		0	1,453	65	0	0	0	65
125	SPDR DJ WILSHIRE INTERNA	78463X863		6/6/2011	1/21/2016	7,248		0	8,255	-1,007	0	0	0	-1,007
126	SPDR DJ WILSHIRE INTERNA	78463X863		4/26/2011	1/21/2016	959		0	1,096	-137	0	0	0	-137
127	SPDR DJ WILSHIRE INTERNA	78463X863		1/28/2014	1/21/2016	5,756		0	6,492	-736	0	0	0	-736
128	SPDR DJ WILSHIRE INTERNA	78463X863		10/16/2014	1/21/2016	3,091		0	3,513	-422	0	0	0	-422
129	SPDR DJ WILSHIRE INTERNA	78463X863		7/24/2015	1/21/2016	2,132		0	2,520	-388	0	0	0	-388
130	SPDR DJ WILSHIRE INTERNA	78463X863		2/28/2011	1/21/2016	10,020		0	11,257	-1,237	0	0	0	-1,237
131	SPDR DJ WILSHIRE INTERNA	78463X863		2/28/2011	4/22/2016	3,692		0	3,513	179	0	0	0	179
132	SPDR DJ WILSHIRE INTERNA	78463X863		2/28/2011	5/12/2016	838		0	798	40	0	0	0	40
133	SPDR DJ WILSHIRE INTERNA	78463X863		2/28/2011	8/22/2016	8,242		0	7,744	498	0	0	0	498
134	SCHLUMBERGER LTD	806857108		7/11/2014	4/22/2016	1,038		0	1,492	-454	0	0	0	-454
135	SCHLUMBERGER LTD	806857108		11/24/2014	4/22/2016	1,358		0	1,675	-317	0	0	0	-317
136	STERLING CAPITAL STRATT	85917K546		7/10/2014	4/22/2016	2,726		0	2,936	-210	0	0	0	-210
137	STERLING CAPITAL STRATT	85917K546		7/10/2014	5/12/2016	22,896		0	24,726	-1,830	0	0	0	-1,830
138	JPMORGAN HIGH YIELD FUN	4812C0803		1/31/2014	1/21/2016	1,399		0	1,696	-297	0	0	0	-297

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

	Amount
Long Term CG Distributions	20,134
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						689,321	0	925	701,013	-10,767	0	0	0	-10,767
139	JPMORGAN HIGH YIELD FUN	4812C0803		12/23/2014	1/21/2016	713		0	822	-109	0	0	0	-109
140	JPMORGAN HIGH YIELD FUN	4812C0803		12/23/2014	5/12/2016	417		32	449	0	0	0	0	0
141	LAS VEGAS SANDS CORP	517834107		9/10/2014	11/1/2016	2,636		0	2,832	-196	0	0	0	-196
142	MANULIFE FINANCIAL CORP	56501R106		12/17/2015	4/22/2016	1,414		0	1,396	18	0	0	0	18
143	MERGER FUND-INST #301	589509207		2/19/2013	1/21/2016	1,612		0	1,701	-89	0	0	0	-89
144	MERGER FUND-INST #301	589509207		2/19/2013	5/12/2016	230		6	236	0	0	0	0	0
145	MET WEST TOTAL RETURN E	592905509		1/27/2015	1/21/2016	11,203		0	11,559	-356	0	0	0	-356
146	JPMORGAN CHASE & CO	46625H100		3/1/2011	9/30/2016	666		0	461	205	0	0	0	205
147	JOHNSON CONTROLS INC	478366107		7/3/2012	4/22/2016	2,468		0	1,643	825	0	0	0	825
148	JOHNSON CONTROLS INC	478366107		1/22/2013	4/22/2016	2,092		0	1,549	543	0	0	0	543
149	JOHNSON CONTROLS INC	478366107		2/15/2013	4/22/2016	2,301		0	1,763	538	0	0	0	538
150	JOHNSON CONTROLS INC	478366107		7/11/2014	4/22/2016	1,088		0	1,319	-231	0	0	0	-231
151	JOHNSON CONTROLS INC	478366107		7/27/2015	4/22/2016	1,464		0	1,543	-79	0	0	0	-79
152	NESTLE S A REGISTERED S	641069406		3/1/2011	4/22/2016	6,581		0	5,049	1,532	0	0	0	1,532
153	NESTLE S A REGISTERED S	641069406		11/24/2014	4/22/2016	1,035		0	1,040	-5	0	0	0	-5
154	NESTLE S A REGISTERED S	641069406		8/31/2015	4/22/2016	1,996		0	1,989	7	0	0	0	7
155	NEUBERGER BERMAN LONG	64128R608		7/10/2014	1/21/2016	2,984		0	3,258	-274	0	0	0	-274
156	BERKSHIRE HATHAWAY INC.	084670702		4/11/2012	11/8/2016	443		0	237	206	0	0	0	206
157	BLACKROCK GL L/S CREDIT-	091936732		10/27/2015	1/21/2016	2,975		0	3,193	-218	0	0	0	-218
158	BLACKROCK GL L/S CREDIT-	091936732		10/27/2015	5/12/2016	782		50	832	0	0	0	0	0
159	BOEING CO	097023105		1/27/2015	4/22/2016	1,182		0	1,195	-13	0	0	0	-13
160	BOEING CO	097023105		7/27/2015	4/22/2016	1,313		0	1,411	-98	0	0	0	-98
161	BOEING CO	097023105		8/31/2015	4/22/2016	131		0	131	0	0	0	0	0
162	BOEING CO	097023105		8/31/2015	10/3/2016	1,181		0	1,176	5	0	0	0	5
163	EATON CORP PLC	G29183103		7/27/2015	4/22/2016	1,258		0	1,183	75	0	0	0	75
164	AQR MANAGED FUTURES ST	00203H859		2/16/2015	1/21/2016	341		0	351	-10	0	0	0	-10
165	AQR MANAGED FUTURES ST	00203H859		7/22/2013	1/21/2016	2,079		0	1,970	109	0	0	0	109
166	AFFILIATED MANAGERS GRO	008252108		8/31/2015	4/22/2016	1,423		0	1,494	-71	0	0	0	-71
167	AFFILIATED MANAGERS GRO	008252108		7/3/2012	4/22/2016	356		0	222	134	0	0	0	134
168	AMER CENT SMALL CAP GRV	025083320		7/24/2015	5/12/2016	21,581		0	26,757	-5,176	0	0	0	-5,176
169	AMERIPRISE FINL INC	03076C106		7/27/2015	4/22/2016	1,500		0	1,844	-344	0	0	0	-344
170	APPLE INC	037833100		6/18/2015	4/22/2016	2,106		0	2,559	-453	0	0	0	-453
171	APPLE INC	037833100		7/27/2015	4/22/2016	1,579		0	1,845	-266	0	0	0	-266
172	APPLE INC	037833100		8/31/2015	4/22/2016	526		0	565	-39	0	0	0	-39
173	ARTISAN INTERNATIONAL FD	04314H402		8/1/2007	1/21/2016	1,223		0	1,478	-255	0	0	0	-255
174	VANGUARD REIT VIPER	922908553		2/28/2011	8/22/2016	23,938		0	14,664	9,274	0	0	0	9,274
175	ARTISAN INTERNATIONAL FD	04314H402		7/10/2014	5/12/2016	4,984		0	5,571	-587	0	0	0	-587
176	ARTISAN INTERNATIONAL FD	04314H402		1/27/2015	8/22/2016	6,486		0	7,102	-616	0	0	0	-616
177	ARTISAN INTERNATIONAL FD	04314H402		10/21/2014	8/22/2016	5,910		0	6,134	-224	0	0	0	-224
178	ARTISAN INTERNATIONAL FD	04314H402		7/10/2014	8/22/2016	3,140		0	3,454	-314	0	0	0	-314
179	ARTISAN INTERNATIONAL FD	04314H402		5/5/2014	8/22/2016	995		0	1,062	-67	0	0	0	-67
180	ARTISAN INTERNATIONAL FD	04314H402		11/16/2015	8/22/2016	3,389		0	3,478	-89	0	0	0	-89
181	ARTISAN INTERNATIONAL FD	04314H402		7/18/2007	8/22/2016	790		0	881	-91	0	0	0	-91
182	ARTISAN INTERNATIONAL FD	04314H402		2/28/2011	8/22/2016	10,165		0	8,088	2,077	0	0	0	2,077
183	ARTISAN MID CAP FUND-INS	04314H600		7/24/2015	5/12/2016	859		206	1,077	-12	0	0	0	-12
184	ARTISAN MID CAP FUND-INS	04314H600		7/24/2015	8/22/2016	1,389		0	1,609	-220	0	0	0	-220
185	ARTISAN MID CAP FUND-INS	04314H600		7/10/2015	8/22/2016	879		0	1,024	-145	0	0	0	-145
186	ARTISAN MID CAP FUND-INS	04314H600		7/10/2014	8/22/2016	2,648		0	3,006	-358	0	0	0	-358
187	BERKSHIRE HATHAWAY INC.	084670702		7/11/2014	4/22/2016	438		0	386	52	0	0	0	52
188	BERKSHIRE HATHAWAY INC.	084670702		1/27/2015	4/22/2016	1,460		0	1,482	-22	0	0	0	-22
189	ARTISAN INTERNATIONAL FD	04314H402		8/1/2007	5/12/2016	5,480		97	6,160	-583	0	0	0	-583
190	BERKSHIRE HATHAWAY INC.	084670702		8/31/2015	4/22/2016	1,022		0	938	84	0	0	0	84
191	BERKSHIRE HATHAWAY INC.	084670702		3/1/2011	10/3/2016	575		0	345	230	0	0	0	230
192	BERKSHIRE HATHAWAY INC.	084670702		3/22/2011	10/3/2016	2,874		0	1,684	1,190	0	0	0	1,190
193	BERKSHIRE HATHAWAY INC.	084670702		2/15/2013	10/3/2016	1,293		0	895	398	0	0	0	398
194	BERKSHIRE HATHAWAY INC.	084670702		8/31/2015	10/3/2016	2,012		0	1,876	136	0	0	0	136
195	BERKSHIRE HATHAWAY INC.	084670702		8/24/2016	10/3/2016	1,437		0	1,483	-46	0	0	0	-46
196	BERKSHIRE HATHAWAY INC.	084670702		7/3/2012	10/3/2016	2,587		0	1,506	1,081	0	0	0	1,081
197	BERKSHIRE HATHAWAY INC.	084670702		7/3/2012	11/8/2016	2,510		0	1,422	1,088	0	0	0	1,088

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										27,002	0	0
1	Wells Fargo Bank N A Trust Tax D	X	100 N Main St MAC D4001-117	Winston Salem	NC	27101		TRUSTEE	SEE ATTAC	27,002		

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

		Date		Amount
1	Credit from prior year return		1	1,152
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	1,152

Supplemental Information:

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

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

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