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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation JEANALEE AND CHARLES PARSONS FOUNDATION		A Employer identification number 26-6161910
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2306	Room/suite	B Telephone number 918-336-1433
City or town, state or province, country, and ZIP or foreign postal code BARTLESVILLE, OK 74005		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,066,788.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		321,503.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		247,611.	247,611.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<221,418.>			
b Gross sales price for all assets on line 6a	2,206,399.				
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11		347,696.	247,611.	0.	
13 Compensation of officers, directors, trustees, etc		10,407.	2,602.	0.	7,805.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		13,859.	0.	0.	13,859.
c Other professional fees STMT 3		62,686.	62,686.	0.	0.
17 Interest					
18 Taxes STMT 4		2,886.	2,090.	0.	796.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		9,433.	9,433.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		99,271.	76,811.	0.	22,460.
25 Contributions, gifts, grants paid		182,625.			182,625.
26 Total expenses and disbursements. Add lines 24 and 25		281,896.	76,811.	0.	205,085.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		65,800.			
b Net investment income (if negative, enter -0-)			170,800.		
c Adjusted net income (if negative, enter -0-)				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		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1 Cash - non-interest-bearing			743,728.	138,909.	138,909.
	2 Savings and temporary cash investments				1,165,008.	1,165,008.
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 6		5,027,726.	5,378,301.	5,851,161.
	c Investments - corporate bonds					
	11 Investments - land, buildings, and equipment basis ▶					
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other	STMT 7		2,622,627.	1,960,743.	1,911,710.	
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)			8,394,081.	8,642,961.	9,066,788.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	24 Unrestricted			8,394,081.	8,642,961.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances			8,394,081.	8,642,961.	
	31 Total liabilities and net assets/fund balances			8,394,081.	8,642,961.	

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	8,394,081.
2 Enter amount from Part I, line 27a	2	65,800.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS/LOSSES	3	183,080.
4 Add lines 1, 2, and 3	4	8,642,961.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,642,961.

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			
b SEE ATTACHED STATEMENT			
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 2,206,399.		2,427,817.	<221,418.>
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			
b			
c			
d			
e			<221,418.>
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 <221,418.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	12,666.	5,121,452.	.002473
2014	14,942.	255,289.	.058530
2013	16,192.	232,046.	.069779
2012	13,766.	190,887.	.072116
2011	995.	138,500.	.007184
2 Total of line 1, column (d)			2 .210082
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 .042016
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 8,567,051.
5 Multiply line 4 by line 3			5 359,953.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,708.
7 Add lines 5 and 6			7 361,661.
8 Enter qualifying distributions from Part XII, line 4			8 205,085.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	3,416.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,416.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,416.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	4,121.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,121.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	705.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 705. Refunded <input type="checkbox"/> 0.	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?		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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
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) <input type="checkbox"/> OK		
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

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Part VII-A Statements Regarding Activities (continued)

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

Website address ► N/A

14 The books are in care of ► HARVEY L LITTLE Telephone no. ► 918-336-1433
 Located at ► 412 E FIFTH, BARTLESVILLE, OK ZIP+4 ► 74003

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year
 15 N/A

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?
 See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►

	Yes	No
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<u>N/A</u>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	<u>N/A</u>	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	<u>N/A</u>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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?

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?

N/A

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.

(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
HARVEY L LITTLE	CHAIRMAN			
412 E FIFTH; PO BOX 2306				
BARTLESVILLE, OK 74005	1.00	10,407.	0.	0.
BRUCE W ROBINETT	TRUSTEE			
117 W FIFTH; PO BOX 1066				
BARTLESVILLE, OK 740051066	0.00	0.	0.	0.
TATTON MANNING	TRUSTEE			
2215 SUNSHINE COURT				
BARTLESVILLE, OK 74006	0.00	0.	0.	0.
JESS KANE	TRUSTEE			
117 W FIFTH; PO BOX 1066				
BARTLESVILLE, OK 74005	0.00	0.	0.	0.

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

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

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

0

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Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	7,626,450.
b	Average of monthly cash balances	1b	1,071,064.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,697,514.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	8,697,514.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	130,463.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,567,051.
6	Minimum investment return. Enter 5% of line 5	6	428,353.

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	428,353.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	3,416.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,416.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	424,937.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	424,937.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	424,937.

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	205,085.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	205,085.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	205,085.

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.

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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				424,937.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			164,620.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 205,085.				
a Applied to 2015, but not more than line 2a			164,620.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				40,465.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				384,472.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

Part 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				
CONCERN 333 S PENN AVE BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	RENOVATION TO UPGRADE DAYCARE FROM DHS 2 STAR TO 3 STAR	9,525.
OK MOZART 415 SE DEWEY BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	2016 FESTIVAL GRANT	1,500.
BOYS AND GIRLS CLUB 401 S SEMINOLE BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	CAPITAL CAMPAIGN CAPITAL CAMPAIGN	50,000.
BARTLESVILLE FAMILY PROMISE 822 S JOHNSTONE BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	PLAYGROUND SAFETY SURFACE	6,600.
MUTUAL GIRLS CLUB OF BARTLESVILLE 321 SW PENN BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	RENOVATIONS TO THE "CANTEEN" BUILDING	50,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				182,625.
b Approved for future payment				
AGAPE MISSION PO BOX 1085 BARTLESVILLE, OK 74005	NONE	CHARITABLE ORGANIZATION	CONSTRUCTION OF A NEW FACILITY	50,000.
BOYS AND GIRLS CLUB 401 S SEMINOLE BARTLESVILLE, OK 74003	NONE	CHARITABLE ORGANIZATION	CONSTRUCTION OF A NEW FACILITY	100,000.
RAY OF HOPE ADVOCACY CENTER PO BOX 4037 BARTLESVILLE, OK 74006	NONE	CHARITABLE ORGANIZATION	RENOVATION OF FORMER GRACE-EPWORTH METHODIST CHURCH BUILDING	65,000.
Total SEE CONTINUATION SHEET(S) ▶ 3b				255,000.

Form 990-PF (2016)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
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	247,611.	
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						<221,418.>
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			0.		247,611.	<221,418.>
13 Total. Add line 12, columns (b), (d), and (e)						26,193.

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

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

[illegible]

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. | | |


[illegible]

- 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
N/A		

**Sign
Here**

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


Signature of officer or trustee

Date _____

MANAGING TRUSTEE

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature: _____

Date _____

Check ☐ if
self-employed

PTIN	
------	--

HARVEY L LITTLE

Harvey Kille CPA 5-17-17

P00394717

Firm's name ► **BRYAN, LITTLE, HALEY & KENT P C**

Firm's EIN ► 73-0941849

Firm's address ► P. O. BOX 2306

BARTLESVILLE, OK 74005-2306

Phone no. (918) 336-1433

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 LPL-LT CAP GAINS-SEE ATTACHED	P		12/31/16
b LPL-ST CAP GAINS-SEE ATTACHED	P		12/31/16
c LPL-SHORT TERM SEE ATTACHED	P		12/31/16
d LPL-LONG TERM SEE ATTACHED	P		12/31/16
e WELLS FARGO #1511 ST SEE ATTACHED	P		12/31/16
f WELLS FARGO #1511 LT SEE ATTACHED	P		12/31/16
g WELLS FARGO #9378 ST SEE ATTACHED	P		12/31/16
h WELLS FARGO #9378 LT SEE ATTACHED	P		12/31/16
i WELLS FARGO #6395 LT SEE ATTACHED	P		12/31/16
j WELLS FARGO #9266 ST SEE ATTACHED	P		12/31/16
k WELLS FARGO #9266 LT SEE ATTACHED	P		12/31/16
l MAGELLAN MIDSTREAM PTNRS	P		12/31/16
m MAGELLAN MIDSTREAM PTNRS	P		12/31/16
n JEANALEE PARSONS TRUST-FINAL	P		12/31/16
o			

(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 2,609.			2,609.
b 120.			120.
c 338,779.		430,474.	<91,695.>
d 973,768.		997,281.	<23,513.>
e 105,574.		120,484.	<14,910.>
f 17,203.		18,361.	<1,158.>
g 17,884.		27,923.	<10,039.>
h 24,366.		35,926.	<11,560.>
i 30,000.		31,283.	<1,283.>
j 617,052.		649,998.	<32,946.>
k 79,044.		71,855.	7,189.
l		1.	<1.>
m		1.	<1.>
n		44,230.	<44,230.>
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,609.
b			120.
c			<91,695.>
d			<23,513.>
e			<14,910.>
f			<1,158.>
g			<10,039.>
h			<11,560.>
i			<1,283.>
j			<32,946.>
k			7,189.
l			<1.>
m			<1.>
n			<44,230.>
o			

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	<221,418.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

3 Grants and Contributions Paid During the Year (Continuation)

623831
04-01-18

Part XV	Supplementary Information
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3 Grants and Contributions Approved for Future Payment (Continuation)

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)				
FRANK PHILLIPS FOUNDATION PO BOX 1647 BARTLESVILLE, OK 74005	NONE	CHARITABLE ORGANIZATION	BUILDING REPAIRS AND CAPITAL IMPROVEMENTS ON PHILLIPS MANSION	35,000.
BARTLESVILLE EDUCATION PROMISE PO BOX 2323 BARTLESVILLE, OK 74005	NONE	CHARITABLE ORGANIZATION	OPERATING BUDGET FOR 2017	5,000.
Total from continuation sheets				40,000.

Part XV Supplementary Information

8b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - RAY OF HOPE ADVOCACY CENTER

RENOVATION OF FORMER GRACE-EPWORTH METHODIST CHURCH BUILDING

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BROOKFIELD BUS PTRNS	7.	0.	7.	7.	7.
LPL #5775 DIVIDENDS	71,363.	0.	71,363.	71,363.	71,363.
LPL #5775 INTEREST	58,072.	0.	58,072.	58,072.	58,072.
MAGELLAN MIDSTREAM PTNRS	3.	0.	3.	3.	3.
WELLS FARGO #1511 DIVIDENDS	3,567.	0.	3,567.	3,567.	3,567.
WELLS FARGO #6395 INTEREST	14,263.	0.	14,263.	14,263.	14,263.
WELLS FARGO #9266 DIVIDENDS	70,662.	0.	70,662.	70,662.	70,662.
WELLS FARGO #9266 INTEREST	6,171.	0.	6,171.	6,171.	6,171.
WELLS FARGO #9378 DIVIDENDS	23,500.	0.	23,500.	23,500.	23,500.
WELLS FARGO #9378 INTEREST	3.	0.	3.	3.	3.
TO PART I, LINE 4	247,611.	0.	247,611.	247,611.	247,611.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	13,859.	0.	0.	13,859.
TO FORM 990-PF, PG 1, LN 16B	13,859.	0.	0.	13,859.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	62,686.	62,686.	0.	0.	
TO FORM 990-PF, PG 1, LN 16C	62,686.	62,686.	0.	0.	

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX WITHHELD	2,090.	2,090.	0.	0.	
MEDICARE/SOC SEC TAXES	796.	0.	0.	796.	
TO FORM 990-PF, PG 1, LN 18	2,886.	2,090.	0.	796.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BROOKFIELD BUS PTNRS-OTHER DEDUCTIONS	4.	4.	0.	0.	
MAGELLAN MIDSTREAM PTNRS-DEDUCTS	1,178.	1,178.	0.	0.	
JEANALEE PARSONS TRUST DEDUCTIONS	8,251.	8,251.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	9,433.	9,433.	0.	0.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
MARKETABLE SECURITIES-EQUITY	5,378,301.	5,851,161.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,378,301.	5,851,161.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES-MUTUAL FUNDS	FMV	314,862.	308,019.
MARKETABLE SECURITIES-BOND FD	FMV	1,502,283.	1,464,822.
MARKETABLE SECURITIES-ETF	FMV	143,598.	138,869.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,960,743.	1,911,710.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDHARVEY LITTLE
PO BOX 2306
BARTLESVILLE, OK 74005TELEPHONE NUMBER

918-336-1433

FORM AND CONTENT OF APPLICATIONS

THE APPLICATION SHOULD BE IN A LETTER FORM AND SHOULD INCLUDE EVIDENCE OF 501(C)(3) STATUS AND SHOULD STATE AMOUNT REQUESTED, NATURE OF THE REQUEST AND EVIDENCE OF HOW THE FUNDS WILL BE USED IN THE BARTLESVILLE, OKLAHOMA AREA.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

SUBJECT TO BOARD DISCRETION

LPL-Capital Gains - 2016
1/1/2016 through 12/31/2016

5/11/2017

Page 1

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
SHORT TERM							
LPL Financia	BP PLC	400 000	7/2/2015	1/25/2016	11,839 82	16,491 96	-4,652 14
LPL Financia	EMC Corp	200 000	8/31/2015	1/25/2016	4,800 91	4,937 98	-137 07
LPL Financia	Ingles Markets Inc	300 000	8/31/2015	1/25/2016	10,819 21	14,952 00	-4,132 79
LPL Financia	Ingles Markets Inc	234 000	8/31/2015	1/25/2016	8,438 98	11,664 90	-3,225 92
LPL Financia	Ingles Markets Inc	106 000	8/31/2015	1/25/2016	3,822 79	5,289 40	-1,466 61
LPL Financia	Ingles Markets Inc	100 000	8/31/2015	1/25/2016	3,606 40	4,986 00	-1,379 60
LPL Financia	Ingles Markets Inc	60 000	8/31/2015	1/25/2016	2,163 84	2,988 60	-824 76
LPL Financia	Ingles Markets Inc	50 000	8/31/2015	1/25/2016	1,803 20	2,491 00	-687 80
LPL Financia	Janus Capital Group Inc	2,200 000	8/19/2015	1/25/2016	26,756 12	34,474 00	-7,717 88
LPL Financia	Kirkland's Inc	500 000	7/22/2015	1/25/2016	5,989 38	13,708 35	-7,718 97
LPL Financia	Kirkland's Inc	300 000	7/22/2015	1/25/2016	3,596 96	8,225 01	-4,628 05
LPL Financia	Kirkland's Inc	100 000	7/22/2015	1/25/2016	1,198 99	2,738 00	-1,539 01
LPL Financia	Kirkland's Inc	100 000	7/22/2015	1/25/2016	1,196 98	2,738 00	-1,541 02
LPL Financia	Kirkland's Inc	111 000	9/24/2015	1/25/2016	1,328 64	2,462 32	-1,133 68
LPL Financia	Kirkland's Inc	105 000	9/24/2015	1/25/2016	1,258 92	2,329 23	-1,070 31
LPL Financia	Kirkland's Inc	84 000	9/24/2015	1/25/2016	1,007 98	1,863 38	-855 40
LPL Financia	WEX INC	100 000	7/2/2015	2/16/2016	6,059 86	11,280 45	-5,220 59
LPL Financia	WEX INC	100 000	7/2/2015	2/16/2016	6,060 34	11,280 45	-5,220 11
LPL Financia	NOVARTIS AG	300 000	7/2/2015	3/10/2016	21,870 42	29,887 47	-8,017 05
LPL Financia	PFIZER INCORPORATED	500 000	8/19/2015	3/10/2016	14,804 73	17,584 95	-2,780 22
LPL Financia	PFIZER INCORPORATED	300 000	8/31/2015	3/10/2016	8,882 84	9,626 97	-744 13
LPL Financia	Sanofi SA	500 000	7/22/2015	3/10/2016	20,181 21	26,468 35	-6,287 14
LPL Financia	JABIL CIRCUIT INC	900 000	7/2/2015	6/10/2016	17,019 53	18,924 03	-1,904 50
LPL Financia	Luxottica Group SpA	600 000	1/26/2016	6/10/2016	31,173 27	36,994 08	-5,820 81
LPL Financia	Luxottica Group SpA	100 000	2/16/2016	6/10/2016	5,195 55	5,683 36	-487 81
LPL Financia	Luxottica Group SpA	500 000	2/16/2016	6/10/2016	25,974 53	28,416 80	-2,442 27
LPL Financia	Marathon Petroleum Corp	500 000	7/22/2015	6/10/2016	18,379 54	28,583 35	-10,203 81
LPL Financia	Shenandoah Telecommunicat	200 000	8/19/2015	7/25/2016	8,237 82	4,136 00	4,101 82
LPL Financia	Shenandoah Telecommunicat	153 000	8/19/2015	7/25/2016	6,315 70	3,164 04	3,151 66
LPL Financia	Shenandoah Telecommunicat	127 000	8/19/2015	7/25/2016	5,237 36	2,626 36	2,611 00
LPL Financia	Shenandoah Telecommunicat	100 000	8/19/2015	7/25/2016	4,122 91	2,068 00	2,054 91
LPL Financia	Shenandoah Telecommunicat	15 000	8/19/2015	7/25/2016	618 13	310 20	307 93
LPL Financia	Shenandoah Telecommunicat	5 000	8/19/2015	7/25/2016	206 49	103 40	103 09
LPL Financia	ITC Holdings Corp	600 000	3/10/2016	10/17/2016	25,565 94	25,565 94	0 00
LPL Financia	Fortis Inc	0 200	3/10/2016	10/17/2016	6 45	11 33	-4 88
LPL Financia	Brookfield Business Partners	42 000	6/30/2016	10/28/2016	978 68	0 00	978 68
LPL Financia	Fortis Inc	451 000	3/10/2016	10/28/2016	14,579 07	25,554 61	-10,975 54
LPL Financia	Cal-Maine Foods Inc	200 000	1/26/2016	11/1/2016	7,679 83	9,864 10	-2,184 27
TOTAL SHORT TERM					338,779.32	430,474.37	-91,695.05

LONG TERM

LPL Financia	OKLAHOMA ST MUNI POW	5,000 000	11/24/2014	1/4/2016	5,000 00	5,719 35	-719 35
LPL Financia	AXIS Capital Holdings Ltd	400 000	11/24/2014	1/25/2016	21,055 61	19,938 00	1,117 61
LPL Financia	AXIS Capital Holdings Ltd	200 000	11/24/2014	1/25/2016	10,526 18	9,969 00	557 18
LPL Financia	BGC Partners Inc	3,000 000	11/24/2014	1/25/2016	26,522 51	26,070 00	452 51
LPL Financia	BP PLC	100 000	4/29/2009	1/25/2016	2,959 95	4,327 92	-1,367 97
LPL Financia	EMC Corp	800 000	11/24/2014	1/25/2016	19,203 64	23,902 00	-4,698 36
LPL Financia	National Bank of Canada	600 000	11/24/2014	1/25/2016	15,497 71	28,322 10	-12,824 39
LPL Financia	Sensient Technologies Corp	600 000	11/24/2014	1/25/2016	34,118 55	35,556 00	-1,437 45
LPL Financia	Vanguard WellesleyA® Incom	3,204 005	11/24/2014	1/25/2016	186,344 93	199,637 16	-13,292 23
LPL Financia	Vanguard High-Yield Corporat	16,870 986	11/24/2014	1/25/2016	91,272 03	101,589 92	-10,317 89
LPL Financia	PPL ENERGY SPLY LLC SR	10,000 000	11/24/2014	1/26/2016	5,181 22	9,544 93	-4,363 71
LPL Financia	MCALISTER OK PUB WOR	10,000 000	11/24/2014	2/1/2016	10,000 00	10,056 20	-56 20
LPL Financia	MCALISTER OK PUB WOR	20,000 000	11/24/2014	2/1/2016	20,000 00	20,061 00	-61 00
LPL Financia	WEX INC	100 000	4/26/2011	2/16/2016	6,060 86	5,466 77	594 09
LPL Financia	OKLAHOMA CITY OK NPFG	10,000 000	11/24/2014	3/1/2016	10,000 00	10,328 80	-328 80
LPL Financia	OKLAHOMA CITY OK NPFG	10,000 000	11/24/2014	3/1/2016	10,000 00	10,328 80	-328 80

LPL-Capital Gains - 2016
1/1/2016 through 12/31/2016

5/11/2017

Page 2

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
LPL Financia	NOVARTIS AG	100 000	3/8/2012	3/10/2016	7,290 14	5,382 99	1,907 15
LPL Financia	PFIZER INCORPORATED	500 000	11/24/2014	3/10/2016	14,804 73	15,187 50	-382 77
LPL Financia	Sanofi SA	400 000	11/24/2014	3/10/2016	16,144 96	18,834 00	-2,689 04
LPL Financia	HASKELL CNTY OK PUB FA	10,000 000	11/24/2014	4/1/2016	10,000 00	10,554 80	-554 80
LPL Financia	TULSA OK B/E OID CPN 4 35	10,000 000	11/24/2014	5/2/2016	10,200 00	10,702 70	-502 70
LPL Financia	CLEAR BROOK CITY TX MU	30,000 000	11/24/2014	5/19/2016	30,000 00	30,688 50	-688 50
LPL Financia	MONTGOMERY CNTY PA HI	50,000 000	11/24/2014	6/1/2016	50,000 00	50,142 50	-142 50
LPL Financia	OKLAHOMA B/E DEV FIN AT	10,000 000	11/24/2014	6/1/2016	10,000 00	10,458 20	-458 20
LPL Financia	JABIL CIRCUIT INC	300 000	4/26/2011	6/10/2016	5,673 18	5,966 97	-293 79
LPL Financia	JABIL CIRCUIT INC	800 000	11/24/2014	6/10/2016	15,128 47	16,668 00	-1,539 53
LPL Financia	HARRIS CNTY TX HLTH FXXX	5,000 000	11/24/2014	7/1/2016	5,000 00	5,232 20	-232 20
LPL Financia	OKLAHOMA ST CAP IMPT A	10,000 000	11/24/2014	7/1/2016	10,000 00	10,411 30	-411 30
LPL Financia	UNIVERSITY OK STUDENT	10,000 000	11/24/2014	7/18/2016	10,000 00	10,026 80	-26 80
LPL Financia	UNIVERSITY OK STUDENT	25,000 000	11/24/2014	7/18/2016	25,000 00	25,057 25	-57 25
LPL Financia	ATMOS ENERGY CORP	200 000	6/4/2009	7/25/2016	15,983 75	4,907 50	11,076 25
LPL Financia	ATMOS ENERGY CORP	100 000	7/2/2015	7/25/2016	7,991 87	5,197 95	2,793 92
LPL Financia	FEDERATED STRAT INCOM	2,985 969	4/26/2011	7/25/2016	26,485 55	27,500 00	-1,014 45
LPL Financia	PIMCO Diversified Income Fu	2,256 318	11/24/2014	7/25/2016	24,165 17	26,060 47	-1,895 30
LPL Financia	Ulta Salon Cosmetics and Fra	250 000	11/24/2014	7/25/2016	64,944 46	31,156 53	33,787 93
LPL Financia	Morgan Stanley Capital Trust III	800 000	11/24/2014	8/18/2016	20,000 00	20,264 04	-264 04
LPL Financia	BEAUMONT TX WTRWKS &	10,000 000	11/24/2014	9/1/2016	10,000 00	10,333 50	-333 50
LPL Financia	AVNET INC	10,000 000	11/24/2014	9/15/2016	10,000 00	10,919 54	-919 54
LPL Financia	AMERICAN EXPRESS COMP	100 000	3/8/2012	9/29/2016	6,351 87	5,260 76	1,091 11
LPL Financia	AMERICAN EXPRESS COMP	200 000	7/2/2015	9/29/2016	12,703 74	15,685 98	-2,982 24
LPL Financia	AMERICAN EXPRESS COMP	200 000	8/31/2015	9/29/2016	12,703 74	15,351 98	-2,648 24
LPL Financia	AdvanSix Inc/Morris Plains	16 000	11/24/2014	10/28/2016	253 15	223 49	29 66
LPL Financia	Cal-Maine Foods Inc	257 000	7/22/2015	11/1/2016	9,868 58	13,862 58	-3,994 00
LPL Financia	Cal-Maine Foods Inc	200 000	7/22/2015	11/1/2016	7,679 83	10,790 00	-3,110 17
LPL Financia	Cal-Maine Foods Inc	43 000	7/22/2015	11/1/2016	1,651 16	2,320 28	-669 12
LPL Financia	TULSA CNTY OK INDL AUTH	50,000 000	11/24/2014	12/15/2016	50,000 00	51,315 00	-1,315 00
TOTAL LONG TERM					973,767.54	997,281.26	-23,513.72
OVERALL TOTAL					1,312,546.86	1,427,755.63	-115,208.77

WF#1511-Capital Gains - 2016

1/1/2016 through 12/31/2016

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/
SHORT TERM							
Wells Farg	iShares Currency Hedged MSCI Spain	796 000	9/1/2015	4/1/2016	14,733 64	18,108.52	-3,374 88
Wells Farg	iShares Currency Hedged MSCI Spain	42 000	12/29/2015	4/1/2016	777 40	872.15	-94 75
Wells Farg	iShares MSCI United Kingdom ETF	1,078 000	8/5/2015	4/1/2016	16,590 92	20,137.04	-3,546 12
Wells Farg	iShares MSCI United Kingdom ETF	20 000	12/29/2015	4/1/2016	307 81	328.20	-20 39
Wells Farg	iShares Currency Hedged MSCI Germ	743 000	8/5/2015	4/1/2016	16,746 85	20,165.02	-3,418 17
Wells Farg	WisdomTree Japan Hedged Equity Fund	350 000	8/5/2015	4/1/2016	14,748 74	20,153 00	-5,404 26
Wells Farg	WisdomTree Japan Hedged Equity Fund	5 000	12/29/2015	4/1/2016	210 70	255.53	-44 83
Wells Farg	iShares MSCI India ETF	9 000	8/5/2015	4/5/2016	238 31	283.20	-44 89
Wells Farg	iShares MSCI Ireland Capped ETF	29 000	9/1/2015	4/5/2016	1,161 42	1,167.11	-5 69
Wells Farg	iShares MSCI Hong Kong ETF	66 000	8/5/2015	4/5/2016	1,272 46	1,465.19	-192 73
Wells Farg	SPDR® S&P 500 ETF	8 000	8/5/2015	4/5/2016	1,636 22	1,688 04	-51 82
Wells Farg	iShares MSCI Taiwan ETF	0 500	4/1/2016	11/7/2016	15 78	13 60	2 18
Wells Farg	iShares MSCI Singapore ETF	0 500	4/1/2016	11/7/2016	10 44	10.74	-0 30
Wells Farg	iShares MSCI Taiwan ETF	57 000	4/1/2016	12/14/2016	1,782 92	1,550 33	232 59
Wells Farg	iShares MSCI Germany ETF	678 000	4/1/2016	12/14/2016	17,878 47	17,112 72	765 75
Wells Farg	iShares MSCI Spain Capped ETF	642 000	4/1/2016	12/14/2016	17,462 02	17,173.50	288 52
TOTAL SHORT TERM					105,574.10	120,483.89	-14,909.79
LONG TERM							
Wells Farg	iShares MSCI Ireland Capped ETF	430 000	9/1/2015	12/14/2016	16,064 49	17,305.48	-1,240 99
Wells Farg	SPDR® S&P 500 ETF	5 000	8/5/2015	12/14/2016	1,138 21	1,055 03	83 18
TOTAL LONG TERM					17,202.70	18,360.51	-1,157.81
OVERALL TOTAL					122,776.80	138,844.40	-16,067.60

WF#9378-Capital Gains - 2016

1/1/2016 through 12/31/2016

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
SHORT TERM							
Wells Fargo	Chubb Corp	159 000	8/6/2015	1/15/2016	10,083 09	19,915 55	-9,832 46
Wells Fargo	Aflac Inc	2 000	8/6/2015	3/7/2016	121 13	127 51	-6 38
Wells Fargo	Amgen Inc	1 000	11/23/2015	3/7/2016	146 92	162 49	-15 57
Wells Fargo	Analog Devices Inc	10 000	8/6/2015	3/7/2016	561 28	591 05	-29 77
Wells Fargo	Automatic Data Processing Inc	4 000	8/6/2015	3/7/2016	344 14	321 88	22 26
Wells Fargo	Becton Dickinson and Co	4 000	8/6/2015	3/7/2016	593 80	600 04	-6 24
Wells Fargo	Clorox Co	1 000	8/6/2015	3/7/2016	123 42	119 27	4 15
Wells Fargo	Colgate-Palmolive Co	1 000	8/6/2015	3/7/2016	67 54	68 89	-1 35
Wells Fargo	Eaton Vance Corp	2 000	8/6/2015	3/7/2016	62 84	77 11	-14 27
Wells Fargo	EMERSON ELECTRIC COM	2 000	8/6/2015	3/7/2016	103 47	99 48	3 99
Wells Fargo	Eversource Energy	2 000	8/6/2015	3/7/2016	112 22	98 65	13 57
Wells Fargo	FactSet Research Systems Inc	1 000	8/6/2015	3/7/2016	156 66	167 77	-11 11
Wells Fargo	General Dynamics Corp	1 000	8/6/2015	3/7/2016	132 02	149 15	-17 13
Wells Fargo	General Mills Inc	2 000	8/6/2015	3/7/2016	119 33	118 72	0 61
Wells Fargo	Harris Corp	2 000	8/6/2015	3/7/2016	158 53	165 50	-6 97
Wells Fargo	Illinois Tool Works Inc	2 000	8/6/2015	3/7/2016	195 40	178 73	16 67
Wells Fargo	J M Smucker Co	3 000	8/6/2015	3/7/2016	380 80	335 00	45 80
Wells Fargo	Johnson & Johnson	3 000	8/6/2015	3/7/2016	319 72	298 22	21 50
Wells Fargo	Lowe's Companies Inc	5 000	8/6/2015	3/7/2016	353 27	346 88	6 39
Wells Fargo	McDonald's Corp	1 000	8/6/2015	3/7/2016	116 90	99 81	17 09
Wells Fargo	MEDTRONIC PLC	6 000	8/6/2015	3/7/2016	454 78	465 58	-10 80
Wells Fargo	NextEra Energy Inc	1 000	8/6/2015	3/7/2016	114 37	105 59	8 78
Wells Fargo	Nike Inc	2 000	1/21/2016	3/7/2016	118 68	121 28	-2 60
Wells Fargo	Nordstrom Inc	4 000	8/6/2015	3/7/2016	218 48	297 88	-79 40
Wells Fargo	Norfolk Southern Corp	3 000	8/6/2015	3/7/2016	237 82	244 95	-7 13
Wells Fargo	NOVARTIS AG	3 000	8/6/2015	3/7/2016	217 38	307 26	-89 88
Wells Fargo	Paychex Inc	6 000	8/6/2015	3/7/2016	315 16	285 59	29 57
Wells Fargo	Polaris Industries Inc	3 000	8/6/2015	3/7/2016	280 86	404 70	-123 84
Wells Fargo	Praxair Inc	1 000	8/6/2015	3/7/2016	108 26	113 31	-5 05
Wells Fargo	Sysco Corp	9 000	8/6/2015	3/7/2016	405 39	324 71	80 68
Wells Fargo	Target Corp	3 000	8/6/2015	3/7/2016	241 98	238 58	3 40
Wells Fargo	3M Co	2 000	8/6/2015	3/7/2016	320 29	298 62	21 67
Wells Fargo	VF Corp	6 000	8/6/2015	3/7/2016	394 43	454 55	-60 12
Wells Fargo	Wal Mart Stores Inc	3 000	8/6/2015	3/7/2016	203 59	218 50	-14 91
TOTAL SHORT TERM					17,883.95	27,922.80	-10,038.85
LONG TERM							
Wells Fargo	CONOCOPHILLIPS	245 000	11/24/2014	1/25/2016	8,684 09	17,940 13	-9,256 04
Wells Fargo	AT&T INC	9 000	11/24/2014	3/7/2016	343.08	311 92	31 16
Wells Fargo	MICROSOFT CORP	13 000	11/24/2014	3/7/2016	662 81	620 04	42 77
Wells Fargo	Versum Materials	61 000	8/6/2015	10/14/2016	1,373 74	74 88	1,298 86
Wells Fargo	Nordstrom Inc	228 000	8/6/2015	11/16/2016	13,302.67	16,979 40	-3,676 73
TOTAL LONG TERM					24,366.39	35,926.37	-11,559.98
OVERALL TOTAL					42,250.34	63,849.17	-21,598.83

WF#6395-Capital Gains - 2016

1/1/2016 through 12/31/2016

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
LONG TERM							
Wells Fargo	OKLAHOMA CITY OK G/O U	10,000 000	11/24/2014	3/1/2016	10,000 00	10,373 80	-373 80
Wells Fargo	OKLAHOMA ST CAPITOL IM	10,000 000	11/24/2014	7/1/2016	10,000 00	10,255 90	-255 90
Wells Fargo	OKLAHOMA ST WTR RES B	10,000 000	11/24/2014	10/3/2016	10,000 00	10,652 90	-652 90
TOTAL LONG TERM					30,000.00	31,282.60	-1,282.60
OVERALL TOTAL					30,000.00	31,282.60	-1,282.60

WF#9266-Capital Gains - 2016

1/1/2016 through 12/31/2016

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Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L
SHORT TERM							
Wells Fargo	TCP Capital Corp	405 000	8/5/2015	1/21/2016	5,111 62	6,192 41	-1,080 79
Wells Fargo	Alerian MLP ETF	1,638 000	8/5/2015	1/29/2016	17,034 07	24,874 50	-7,840 43
Wells Fargo	Global X MLP ETF	1,048 000	8/5/2015	1/29/2016	9,485 17	13,518 72	-4,033 55
Wells Fargo	PIMCO 0-5 Year High Yield C	503 000	8/5/2015	1/29/2016	45,365 04	49,748 21	-4,383 17
Wells Fargo	PIMCO 0-5 Year High Yield C	44 000	8/25/2015	1/29/2016	3,968 31	4,255 24	-286 93
Wells Fargo	PowerShares S&P 500 BuyWr	1,660 000	8/5/2015	1/29/2016	32,313 46	36,005 23	-3,691 77
Wells Fargo	PowerShares S&P 500 BuyWr	118 000	8/25/2015	1/29/2016	2,296 98	2,371 81	-74 83
Wells Fargo	Vanguard High Dividend Yield	516 000	8/5/2015	1/29/2016	33,227 36	35,251 93	-2,024 57
Wells Fargo	New Mountain Finance Corp	1,139 000	8/5/2015	2/1/2016	13,269 57	16,663 46	-3,393 89
Wells Fargo	New Mountain Finance Corp	657 000	8/5/2015	2/12/2016	7,680 03	9,611 84	-1,931 81
Wells Fargo	TPG Specialty Lending Inc	275 000	8/5/2015	2/16/2016	4,219 24	4,881 80	-662 56
Wells Fargo	TCP Capital Corp	288 000	8/5/2015	2/17/2016	3,833 49	4,403 49	-570 00
Wells Fargo	Qualcomm Inc	332 000	8/5/2015	2/19/2016	16,329 36	21,371 64	-5,042 28
Wells Fargo	Qualcomm Inc	30 000	8/25/2015	2/19/2016	1,475 55	1,670 40	-194 85
Wells Fargo	WILLIAMS COMPANIES INC	68,000 000	8/5/2015	2/24/2016	48,515 17	63,590 20	-15,075 03
Wells Fargo	WILLIAMS COMPANIES INC	6,000 000	8/25/2015	2/24/2016	4,280 75	5,365 80	-1,085 05
Wells Fargo	iShares 3-7 Year Treasury Bo	244 000	1/29/2016	4/18/2016	30,703 51	30,543 36	160 15
Wells Fargo	iShares 3-7 Year Treasury Bo	293 000	1/29/2016	4/28/2016	36,726 75	36,677 07	49 68
Wells Fargo	CIMAREX ENERGY CO SENI	11,000 000	8/5/2015	5/11/2016	11,550 00	11,756 69	-206 69
Wells Fargo	CIMAREX ENERGY CO SENI	54,000 000	8/5/2015	6/8/2016	56,497 50	57,714 66	-1,217 16
Wells Fargo	CIMAREX ENERGY CO SENI	6,000 000	8/25/2015	6/8/2016	6,277 50	6,322 44	-44 94
Wells Fargo	Alerian MLP ETF	1,963 000	8/5/2015	7/6/2016	24,601 74	29,809 92	-5,208 18
Wells Fargo	AMERICAN ELECTRIC POW	152 000	8/5/2015	7/6/2016	10,765 58	8,589 52	2,176 06
Wells Fargo	iShares 3-7 Year Treasury Bo	136 000	1/29/2016	7/6/2016	17,360 09	17,024 17	335 92
Wells Fargo	Vanguard High Dividend Yield	351 000	8/5/2015	7/6/2016	24,928 53	23,979 51	949 02
Wells Fargo	Vanguard High Dividend Yield	66 000	8/25/2015	7/6/2016	4,687 41	4,138 99	548 42
Wells Fargo	Westar Energy Inc	703 000	8/5/2015	8/2/2016	39,041 24	26,375 86	12,665 38
Wells Fargo	Westar Energy Inc	77 000	8/25/2015	8/2/2016	4,276 21	2,829 75	1,446 46
Wells Fargo	PIMCO Enhanced Short Matu	191 000	7/6/2016	8/9/2016	19,326 87	19,303 99	22 88
Wells Fargo	PIMCO Enhanced Short Matu	276 000	7/6/2016	9/23/2016	27,985 79	27,894 77	91 02
Wells Fargo	Regency Centers Corp	274 000	11/17/2015	9/26/2016	21,768 86	18,105 24	3,663 62
Wells Fargo	Regency Centers Corp	85 000	2/19/2016	9/26/2016	6,753 11	5,995 25	757 86
Wells Fargo	Versum Materials	124 500	4/28/2016	10/14/2016	2,803 78	3,200 81	-397 03
Wells Fargo	Versum Materials	38 500	7/6/2016	10/14/2016	867 03	916 57	-49 54
Wells Fargo	Vanguard Short-Term Corpor	125 000	8/11/2016	10/21/2016	10,053 63	10,098 75	-45 12
Wells Fargo	Deere & Co	115 000	2/19/2016	12/2/2016	11,671 80	8,943 79	2,728 01
TOTAL SHORT TERM					617,052.10	649,997.79	-32,945.69
LONG TERM							
Wells Fargo	PNC FINANCIAL VAR PFD C	163 000	8/5/2015	9/9/2016	4,859 43	4,486 80	372 63
Wells Fargo	US BANKCORP PFD	162 000	8/5/2015	9/22/2016	4,910 09	4,662 21	247 88
Wells Fargo	Reinsurance Group of Americ	161 000	8/5/2015	9/30/2016	4,669 25	4,558 87	110 38
Wells Fargo	Jack Henry & Associates Inc	386 000	8/5/2015	10/28/2016	30,960 35	27,255 46	3,704 89
Wells Fargo	Jack Henry & Associates Inc	31 000	8/25/2015	10/28/2016	2,486 45	2,080 70	405 75
Wells Fargo	Deere & Co	278 000	8/5/2015	12/2/2016	28,215 30	26,462 54	1,752 76
Wells Fargo	Deere & Co	29 000	8/25/2015	12/2/2016	2,943 32	2,348 91	594 41
TOTAL LONG TERM					79,044.19	71,855.49	7,188.70
OVERALL TOTAL					696,096.29	721,853.28	-25,756.99

_LT CapGnDst - 2016
1/1/2016 through 12/31/2016

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Date	Account	Num	Description	Category	Amount
12/19/2016	LPL Financial	CGLong	LOOMIS SAYES INVESTMEN	_LT CapGnDst	600 05
12/27/2016	LPL Financial	ReinvLg	32 581 Vanguard WellesleyÅ®	_LT CapGnDst	2,009 28
1/1/2016 - 12/31/2016					2,609.33
TOTAL INFLOWS					2,609.33
TOTAL OUTFLOWS					0.00
NET TOTAL					2,609.33

_ST CapGnDst - 2016
1/1/2016 through 12/31/2016

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Date	Account	Num	Description	Category	Amount
12/19/2016	LPL Financial	CGShort	LOOMIS SAYES INVEST	_ST CapGnDst	15 06
12/27/2016	LPL Financial	ReinvSh	1 183 Vanguard Wellesley	_ST CapGnDst	72 96
12/27/2016	LPL Financial	ReinvSh	5 498 Vanguard High-Yield	_ST CapGnDst	32 00
1/1/2016 - 12/31/2016					120.02
TOTAL INFLOWS					120.02
TOTAL OUTFLOWS					0.00
NET TOTAL					120.02