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Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2016 or tax year beginning

, and ending

Name of foundation HOLLEMAN, ROY MARIAN FOUNDATION		A Employer identification number 27-3867635			
		B Telephone number (see instructions) (888) 730-4933			
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			
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 					
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change					
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					
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 3,861,203		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) <i>(Part I, column (d) must be on cash basis)</i>			
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 ► <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	95,265	87,827		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-11,515			
	b Gross sales price for all assets on line 6a	596,212			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	10,257	10,257			
12 Total. Add lines 1 through 11	94,007	98,084	0	12,339	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	49,355	37,016		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,123			1,123
	c Other professional fees (attach schedule)	10,685			10,685
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	3,643	2,720		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	64,891	39,811	0	24,157
Add lines 13 through 23	135,000			135,000	
25 Contributions, gifts, grants paid	199,891	39,811	0	159,157	
26 Total expenses and disbursements. Add lines 24 and 25.					
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-105,884				
b Net investment income (if negative, enter -0-)		58,273			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	144,321	93,171	93,171
	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)			
Liabilities	11	Investments—land, buildings, and equipment basis ►	11,128,113	16,121	11,128,113
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,416,254	3,359,347	3,768,033
	14	Land, buildings, and equipment, basis ►	11,128,113	16,121	11,128,113
		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)	3,560,575	3,452,518	3,861,203
Net Assets or Fund Balances	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	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	3,560,575	3,452,518	
	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)	3,560,575	3,452,518	
	31	Total liabilities and net assets/fund balances (see instructions)	3,560,575	3,452,518	

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	3,560,575
2	Enter amount from Part I, line 27a	2	-105,884
3	Other increases not included in line 2 (itemize) ► Mutual Fund Timing Difference	3	1,439
4	Add lines 1, 2, and 3	4	3,456,130
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	3,612
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,452,518

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					
a					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV 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					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	-11,515	
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	240,020	4,131,164	0.058100
2014	231,971	4,355,372	0.053261
2013	165,858	4,236,748	0.039147
2012	339,396	4,168,504	0.081419
2011	101,366	4,127,662	0.024558

- 2 Total of line 1, column (d) 2 0 256485
- 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 051297
- 4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 4 3,817,845
- 5 Multiply line 4 by line 3 5 195,844
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 583
- 7 Add lines 5 and 6 7 196,427
- 8 Enter qualifying distributions from Part XII, line 4 8 159,157
- 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)
- 1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b
- 1c 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-)
- 3 Add lines 1 and 2
- 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)
- 5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-
- 6 Credits/Payments
- 6a 2016 estimated tax payments and 2015 overpayment credited to 2016 845
- 6b Exempt foreign organizations—tax withheld at source
- 6c Tax paid with application for extension of time to file (Form 8868)
- 6d Backup withholding erroneously withheld
- 7 Total credits and payments Add lines 6a through 6d 845
- 8 Enter any **penalty** for underpayment of estimated tax Check here if Form 2220 is attached
- 9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed**
- 10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**
- 11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ► Refunded ► 0

1	1,165
2	0
3	1,165
4	
5	1,165
7	845
8	
9	320
10	0
11	0

Part VII-A Statements Regarding Activities

- 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? **Yes** **No** 1a X
- 1b 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.
- 1c Did the foundation file **Form 1120-POL** for this year?
- 1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____
- 1e 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
- 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*
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
4b 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
- 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?
- 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*
- 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA
8b 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*
- 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*
- 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*

3	X
4a	X
4b	N/A
5	X
6	X
7	X
8b	X
9	X
10	X

Part VII-A Statements Regarding Activities (continued)

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	Yes	No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Located at ► 100 N Main St MAC D4001-117 Winston Salem NC	Telephone no ► 888-730-4933 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			► <input type="checkbox"/>
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	Yes	No

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.**

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(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 checked="" type="checkbox"/> Yes	<input 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 ► <input type="checkbox"/>	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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____	3b	N/A
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)	4a	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	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?		

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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		5b	N/A
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	N/A
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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	49,355		

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	3,674,855
b	Average of monthly cash balances	1b	201,130
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	3,875,985
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	3,875,985
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see instructions)	4	58,140
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,817,845
6	Minimum investment return. Enter 5% of line 5	6	190,892

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	190,892
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,165
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,165
3	Distributable amount before adjustments Subtract line 2c from line 1	3	189,727
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	189,727
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	189,727

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes.	1a	159,157
a	Expenses, contributions, gifts, etc—total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	159,157
b	Cash distribution test (attach the required schedule)	5	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	159,157
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				189,727
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			9,149	
b Total for prior years 20____, 20____, 20____				
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 ► \$ 159,157			9,149	
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				150,008
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))				
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017			0	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				39,719
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)

NA

- 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)

- 2a Enter the lesser of the adjusted net assets or the fair value of the assets held by the private operating foundation described in section 4945.

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

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

- c Any submission deadlines**

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

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)				
<i>a Paid during the year</i> See Attached Statement				
Total			► 3a	135,000
<i>b Approved for future payment</i> NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Analysis of income-producing activities				
	Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions)	
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	95,265
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory				18	-11,515
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a OTHER INCOME				01	10,257
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		94,007	0
13 Total Add line 12, columns (b), (d), and (e)		13		94,007	

(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	

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.

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

UNIVERSITY OF SAN DIEGO

Street

5998 ALCALA PARK

City SAN DIEGO	State CA	Zip Code 92110	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIPS	Amount 40,000		

Name

FOUNDATION FOR ANIMAL CARE AND EDUCATION

Street

10455 SORRENTO VALLEY RD

City SAN DIEGO	State CA	Zip Code 92121	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SAVE A LIFE PROGRAM	Amount 10,000		

Name

OKLAHOMA STATE UNIVERSITY

Street

400 S MONROE

City STILLWATER	State OK	Zip Code 74074	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution SCHOLARSHIP	Amount 20,000		

Name

SAN DIEGO HUMANE SOCIETY & SPCA

Street

5500 GAINS ST

City SAN DIEGO	State CA	Zip Code 92110	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution KITTEN NURSERY PROGRAM	Amount 10,000		

Name

CHULA VISTA ANIMAL CARE FACILITY

Street

130 BEYER WAY

City CHULA VISTA	State CA	Zip Code 91911	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution IMPROVE CONDITIONS & CARE FOR SHELTER ANIMALS	Amount 25,000		

Name

OUR LITTLE BROTHERS & SISTERS, INC

Street

3999 GREAT HARVEST COURT

City DUMFRIES	State VA	Zip Code 22025	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution FOOD AND NUTRITION PROGRAM	Amount 20,000		

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

A PASSION FOR PAWS RESCUE INC

Street

1665 Caminito Asterisco

City LA JOLLA	State CA	Zip Code 92585	Foreign Country
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Relationship X	Foundation Status PC
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Purpose of grant/contribution REHABILITATION PROGRAM	Amount 10,000
----------------------------------------------------------------	-------------------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
--------------------------------------	---------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
--------------------------------------	---------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
--------------------------------------	---------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
--------------------------------------	---------------

Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Date	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Depreciation	Depreciation	Adjustments	Net Gain on Loss	
Long Term CG Distributions	Amount	9,519	0													Net Gain or Loss
Short Term CG Distributions																-11,515
																0
1 AFLAC INC	001055102	X				5/23/2012	4/21/2016	10/14/11	5,865						0	4,276
2 ANHEUSER-BUSCH INBEV SV	035244108	X				10/11/2013	4/21/2016	25,794	19,656						0	6,138
3 BLACKROCK INC	09247X101	X				9/15/2015	4/21/2016	9,092	7,699						0	1,394
4 COMCAST CORP CLASS A	20825C104	X				7/28/2011	4/21/2016	5,097	2,439						0	3,558
5 CONOCOPHILIPS	20825C104	X				11/24/2010	4/21/2016	8,345	8,487						0	-142
6 CONOCOPHILIPS	20825C104	X				8/9/2011	4/21/2016	5,583	5,895						0	-332
7 EMC CORP MASS	268648102	X				7/28/2011	1/27/2016	5,999	6,371						0	-38
8 EMC CORP MASS	268648102	X				8/9/2011	1/27/2016	4,799	4,494						0	305
9 EMC CORP MASS	268648102	X				5/23/2012	1/27/2016	7,198	7,512						0	-314
10 FEDERATED STRAT VAL DIV	314175560	X				2/18/2010	7/17/2016	40,198	25,000						0	15,188
11 FEDERATED STRAT VAL DIV	314175560	X				3/14/2012	7/11/2016	37,778	28,671						0	9,107
12 GLAXOSMITHKLINE PLC - ADR	37733W105	X				8/9/2016	11/18/2016	680	1,022						0	-142
13 HSBC - ADR	404280408	X				10/11/2013	2/29/2016	25,556	44,230						0	-18,674
14 iSHARES MSCI GERMANY IN	464288806	X				3/10/2015	6/16/2016	6,167	7,197						0	-1,030
15 JOHNSON & JOHNSON	478160104	X				8/9/2016	10/12/2016	473	494						0	-21
16 KRAFT HEINZ CO/TE	50075A108	X				8/9/2016	10/12/2016	505	534						0	-9
17 LOOMIS SAYLES BOND FD IN	543493840	X				12/22/2010	2/8/2016	171,162	194,785						0	-23,523
18 MERCK & CO INC NEW	588333Y105	X				8/9/2016	10/12/2016	495	500						0	-5
19 MERCK & CO INC NEW	588333Y105	X				8/9/2016	11/16/2016	878	878						0	3
20 MICROSOFT CORP	59491B104	X				11/24/2010	4/21/2016	5,577	2,545						0	3,032
21 ASG GLOBAL ALTERNATIVES	6387217885	X				8/8/2013	5/16/2016	21,820	25,818						0	-3,998
22 ASG GLOBAL ALTERNATIVES	6387217885	X				23/20/14	5/16/2016	17,880	20,000						0	-2,340
23 ASG GLOBAL ALTERNATIVES	6387217885	X				6/23/2015	5/16/2016	41,854	50,000						0	-8,146
24 QUALITY CARE PROPERTIES	747545101	X				11/1/2016	11/22/2016	1,410	3,085						0	-1,675
25 QUALITY CARE PROPERTIES	747545101	X				11/1/2016	11/22/2016	846	1,851						0	-1,005
26 REYNOLDS AMERICAN INC	761713106	X				8/9/2016	10/2/2016	3,039	2,765						0	274
27 REYNOLDS AMERICAN INC	761713106	X				10/12/2016	10/21/2016	1,085	935						0	150
28 SCHLUMBERGER LTD	808657108	X				12/31/2014	4/21/2016	8,077	8,581						0	-504
29 UNILEVER PLC - ADR	904767704	X				8/9/2016	10/12/2016	883	880						0	-17
30 AFLAC INC	001055102	X				11/24/2010	4/21/2016	3,380	2,686						0	694
31 AFLAC INC	001055102	X				8/9/2011	4/21/2016	6,761	3,839						0	2,931
32 VANGUARD FTSE PACIFIC ET	922042886	X				10/1/2013	6/16/2016	32,899	36,882						0	-4,183
33 VANGUARD FTSE EUROPE E	922042874	X				10/1/2013	6/16/2016	27,629	32,960						0	-5,331
34 VENTAS INC COM	922765100	X				8/9/2016	10/12/2016	465	510						0	67
35 VISA INC-CLASS A SHRS	92926C839	X				11/24/2010	4/21/2016	16,495	17,78						0	12,405
36 WISDOMTREE EUROPE HED	97717X701	X				7/31/2015	6/16/2016	30,220	38,529						0	-8,309

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	
1	OTHER INCOME	10,257	10,257	10,257	0

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

		1,123	0	0	1,123
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,123			1,123

Part I, Line 16c (990-PF) - Other Professional Fees

	10,685	0	0	10,685
Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1 GRANT ADMINISTRATION FEES	10,685			10,685

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

		3,643	2,720	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	2,720	2,720		
2	PY Excise Tax Due	78			
3	Estimated Excise Payments	845			

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

		85	75	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	75	75		
2	STATE AG FEES	10	0		10

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
1	ABBOTT LABORATORIES		0	6,816	11,523
2	APPLE COMPUTER INC COM		0	45,654	97,289
3	CISCO SYSTEMS INC		0	13,429	27,198
4	CUMMINS INC.		0	20,023	21,867
5	DIAGEO PLC - ADR		0	14,888	20,788
6	WALT DISNEY CO		0	10,546	31,266
7	GENERAL ELECTRIC CO		0	11,818	23,700
8	HOME DEPOT INC		0	5,876	26,816
9	JOHNSON & JOHNSON		0	15,443	28,802
10	MICROSOFT CORP		0	12,530	31,070
11	NESTLE S.A. REGISTERED SHARES - ADR		0	31,168	35,870
12	NIKE INC CL B		0	24,807	20,332
13	VODAFONE GROUP PLC-SP ADR		0	21,032	10,651
14	NOVARTIS AG - ADR		0	16,709	21,852
15	ORACLE CORPORATION		0	16,546	23,070
16	PEPSICO INC		0	15,927	26,158
17	PROCTER & GAMBLE CO		0	15,063	21,020
18	SCHLUMBERGER LTD		0	22,386	25,185
19	STARBUCKS CORP COM		0	23,539	22,208
20	TOTAL FINA ELF S.A. ADR		0	30,992	30,582
21	UNION PACIFIC CORP		0	9,018	20,736
22	GOLDMAN SACHS GROUP INC		0	12,760	23,945
23	UNITED PARCEL SERVICE-CL B		0	13,311	22,928
24	TARGET CORP		0	16,103	21,669
25	BLACKROCK INC		0	12,523	26,786
26	VERIZON COMMUNICATIONS		0	23,153	32,562
27	JPMORGAN CHASE & CO		0	10,245	25,887
28	CHEVRON CORP		0	17,045	23,540
29	3M CO		0	23,095	28,540
30	BERSHIRE HATHAWAY INC.		0	18,360	40,745
31	COMCAST CORP CLASS A		0	8,980	27,620
32	VISA INC-CLASS A SHRS		0	3,773	15,604
33	DODGE & COX INCOME FD COM 147		0	150,000	149,153
34	DODGE & COX STOCK FUND 145		0	27,759	53,137
35	PIMCO FOREIGN BD FD USD H-INST 103		0	50,000	48,561
36	T ROWE PRICE SMALL CAP STOCK 65		0	20,000	20,605
37	ISHARES MSCI GERMANY INDEX		0	21,592	19,860
38	FID ADV EMER MKTS INC- CL I 607		0	105,000	104,015
39	ISHARES TR SMALLCAP 600 INDEX FD		0	19,604	22,691
40	JP MORGAN ALERIAN MLP INDEX		0	151,350	126,440
41	US BANCORP DEL NEW		0	8,856	20,548
42	ANHEUSER-BUSCH INBEV SPN ADR		0	19,656	21,088
43	DODGE & COX INT'L STOCK FD 1048		0	45,795	58,827
44	VANGUARD HIGH YIELD CORP-ADM 529		0	140,000	141,701
45	ISHARES INC MSCI SOUTH KOREA INDEX		0	29,767	26,610

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

		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	DRIEHAUS ACTIVE INCOME FUND		0	100,000	96,219
48	JP MORGAN MID CAP VALUE-I 758		0	40,000	42,313
49	EATON VANCE FLOATING RATE FD-I 924		0	22,646	22,453
50	PRINCIPAL MIDCAP BLEND FD-IN 4749		0	40,000	56,050
51	E-TRACS ALEXIAN MLP INFRASTRUCTUR		0	35,025	28,410
52	ISHARES S&P INDIA NIFTY 50 I		0	15,175	13,670
53	AMERICAN CAMPUS CMNTYS INC		0	22,588	29,862
54	VANGUARD REIT VIPER		0	33,796	66,024
55	VANGUARD MIDCAP VIPER		0	57,368	105,304
56	AQR MANAGED FUTURES STR-I		0	145,000	132,802
57	ISHARES MSCI JAPAN ETF		0	38,868	36,645
58	VANGUARD PACIFIC ETF		0	64,626	69,744
59	VANGUARD EUROPEAN ETF		0	52,256	47,940
60	MEDICAL PTYS TR INC		0	34,712	30,750
61	TEMPLETON FRONTIER MARKET I-AD 674		0	55,000	39,158
62	OPPENHEIMER DEVELOPING MKT-I 799		0	125,000	127,346
63	EPR PROPERTIES		0	33,768	43,062
64	BLACKROCK GL LS CREDIT-INS #1833		0	80,000	82,360
65	VANGUARD BD INDEX FD INC		0	513,435	508,480
66	SPDR DJ WILSHIRE INTERNATIONAL REA		0	99,367	89,298
67	HCP INC		0	29,303	23,776
68	ROBECO BP LNG SHRT RES-INS		0	140,000	151,946
69	WFA SHRT TRM H YLD-INS #3170		0	150,000	150,314
70	AMERICAN ELECTRIC POWER INC			1,211	1,133
71	CONSOLIDATED EDISON INC			1,169	1,105
72	GENERAL MILLS INC			991	865
73	GLAXOSMITHKLINE PLC - ADR			2,710	2,349
74	JOHNSON & JOHNSON			1,357	1,267
75	KIMBERLY CLARK CORP COM			2,466	2,168
76	MCDONALDS CORP			3,990	4,138
77	VODAFONE GROUP PLC-SP ADR			4,541	3,591
78	NOVARTIS AG - ADR			1,857	1,821
79	OCCIDENTAL PETE CORP			974	926
80	PEPSICO INC			1,082	1,046
81	PROCTER & GAMBLE CO			3,610	3,531
82	SOUTHERN CO			3,274	3,050
83	TOTAL S.A. - ADR			485	510
84	COCA COLA CO			2,931	2,819
85	BP PLC - ADR			2,000	2,243
86	ASTRAZENECA PLC ADR			1,674	1,339
87	UNILEVER PLC - ADR			1,576	1,384
88	EXXON MOBIL CORPORATION			3,538	3,610
89	DOMINION RES INC VA			2,022	2,068
90	PPL CORPORATION			2,283	2,145
91	VERIZON COMMUNICATIONS			5,040	5,071
92	CHEVRON CORP			1,717	2,001

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
93	MERCK & CO INC NEW			2,939	2,767
94	KRAFT HEINZ CO/THE			1,075	1,048
95	SANOFI-ADR			4,055	4,044
96	ALTRIA GROUP INC			4,308	4,395
97	NATIONAL GRID PLC ADR			4,108	3,383
98	AT & T INC			5,160	5,104
99	BCE INC			4,572	4,108
100	DUKE ENERGY HOLDING CORP. COM			3,383	3,105
101	ABBVIE INC			4,412	4,133
102	PHILIP MORRIS INTERNATIONAL IN			4,765	4,483
103	REALTY INCOME CORP COM			1,172	977
104	VENTAS INC COM			1,475	1,250
105	CROWN CASTLE INTL CORP			2,516	2,343
106	WELLTOWER INC			2,037	1,740

3,416,254

3,359,347

3,768,033

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	1,439
2 Total	2	1,439

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

1 Mutual Fund Timing Difference	1	1,758
2 PY Return of Capital Adjustment	2	1,797
3 Cost Basis Adjustment	3	57
4 Total	4	3,612

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

Amount	Long Term CG Distributions	9,519	Short Term CG Distributions	0	586,693	0	0	0	607,727	-21,034	0	0	0	0	Gains Minus Excess FMV Over Adj Basis or Losses
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	F M V as of 12/31/16	Adjusted Basis as of 12/31/16	Excess of FMV Over Adjusted Basis				
1 AFLAC INC	001055102	5/23/2012	4/21/2016	10,141	0	5,865	0	5,865	4,276	0	0	0	0	0	4,276
2 ANHEUSER-BUSCH INBEV SE	03524A108	--	10/11/2013	4/21/2016	25,794	--	0	19,656	6,138	0	0	0	0	0	6,138
3 BLACKROCK INC	09247X101	9/15/2015	4/21/2016	9,092	--	0	0	7,698	1,394	0	0	0	0	0	1,394
4 COMCAST CORP CLASS A	20030N101	7/28/2011	4/21/2016	6,097	--	0	2,439	3,658	0	0	0	0	0	0	3,658
5 CONOCOPHILLIPS	20825C104	11/24/2010	4/21/2016	8,345	--	0	8,487	0	-142	0	0	0	0	0	-142
6 CONOCOPHILLIPS	20825C104	8/05/2011	4/21/2016	5,563	--	0	5,895	0	-32	0	0	0	0	0	-32
7 EMC CORP MASS	26864B102	7/28/2011	1/21/2016	5,999	--	0	6,137	0	-38	0	0	0	0	0	-38
8 EMC CORP MASS	26864B102	8/05/2011	1/27/2016	4,799	--	0	4,494	0	305	0	0	0	0	0	305
9 EMC CORP MASS	26864B102	5/23/2012	1/27/2016	7,198	--	0	7,312	0	-314	0	0	0	0	0	-314
10 FEDERATED STRATIV DIV	3114172560	2/18/2010	7/11/2016	40,188	--	0	25,000	0	15,188	0	0	0	0	0	15,188
11 FEDERATED STRATIV DIV	3114172560	3/14/2012	7/11/2016	37,778	--	0	28,671	0	9,107	0	0	0	0	0	9,107
12 GLAXOSMITHKLINE PLC - AD	37733W105	8/05/2016	11/16/2016	880	--	0	1,022	0	-142	0	0	0	0	0	-142
13 HSBC - ADR	404280406	10/11/2013	2/29/2016	25,556	--	0	44,230	0	-18,674	0	0	0	0	0	-18,674
14 ISHARES MSCI GERMANY IN	464288806	3/10/2015	6/16/2016	6,167	--	0	7,197	0	-1,030	0	0	0	0	0	-1,030
15 JOHNSON & JOHNSON	478160104	8/05/2016	10/12/2016	473	--	0	494	0	-21	0	0	0	0	0	-21
16 KRAFT HEINZ CO/TE	50075A106	8/05/2016	10/12/2016	525	--	0	534	0	-9	0	0	0	0	0	-9
17 LOOMIS SAYLES BOND FD IN	543495840	--	2/8/2016	11,162	--	0	19,785	0	-23,623	0	0	0	0	0	-23,623
18 MERCK & CO INC NEW	58833Y105	8/05/2016	10/12/2016	495	--	0	500	0	-5	0	0	0	0	0	-5
19 MERCK & CO INC NEW	58933Y105	8/05/2016	11/16/2016	878	--	0	875	0	3	0	0	0	0	0	3
20 MICROSOFT CORP	59497B104	11/24/2010	4/21/2016	5,577	--	0	2,545	0	3,032	0	0	0	0	0	3,032
21 ASG GLOBAL ALTERNATIVES	6387217885	8/05/2013	5/16/2016	21,820	--	0	25,818	0	-3,998	0	0	0	0	0	-3,998
22 ASG GLOBAL ALTERNATIVES	6387217885	2/28/2014	5/16/2016	17,660	--	0	20,000	0	-2,340	0	0	0	0	0	-2,340
23 ASG GLOBAL ALTERNATIVES	6387217885	6/23/2015	5/16/2016	41,854	--	0	50,000	0	-8,146	0	0	0	0	0	-8,146
24 QUALITY CARE PROPERTIES	747545101	11/12/2016	1/12/2016	1,410	--	0	3,085	0	-1,675	0	0	0	0	0	-1,675
25 QUALITY CARE PROPERTIES	747545101	11/12/2016	1/12/2016	846	--	0	1,851	0	-1,005	0	0	0	0	0	-1,005
26 REYNOLDS AMERICAN INC	761713106	8/05/2016	10/21/2016	3,039	--	0	2,765	0	274	0	0	0	0	0	274
27 REYNOLDS AMERICAN INC	761713106	10/22/2016	10/21/2016	1,035	--	0	935	0	50	0	0	0	0	0	50
28 SCHLUMBERGER LTD	808957108	12/31/2014	4/21/2016	8,077	--	0	9,581	0	-504	0	0	0	0	0	-504
29 UNILEVER PLC - ADR	904767704	8/05/2016	10/12/2016	863	--	0	880	0	-17	0	0	0	0	0	-17
30 AFLAC INC	001055102	11/24/2010	4/21/2016	3,380	--	0	2,686	0	694	0	0	0	0	0	694
31 AFLAC INC	001055102	8/05/2016	4/21/2016	6,761	--	0	3,830	0	2,931	0	0	0	0	0	2,931
32 VANGUARD FTSE PACIFIC E	9220542866	10/11/2013	6/16/2016	32,698	--	0	36,882	0	-4,183	0	0	0	0	0	-4,183
33 VANGUARD FTSE EUROPE	9220542874	10/11/2013	6/16/2016	27,629	--	0	32,960	0	-5,331	0	0	0	0	0	-5,331
34 VENTAS INC-COMM A SHRS	9228265839	8/05/2016	10/12/2016	465	--	0	516	0	-51	0	0	0	0	0	-51
35 VENTAS INC-COMM A SHRS	9228265839	11/24/2010	4/21/2016	16,178	--	0	3,773	0	12,405	0	0	0	0	0	12,405
36 WISDOMTREE EUROPE HED	97717X701	7/31/2015	6/16/2016	30,220	--	0	38,529	0	-8,309	0	0	0	0	0	-8,309

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

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

- 1** Credit from prior year return
- 2** First quarter estimated tax payment
- 3** Second quarter estimated tax payment
- 4** Third quarter estimated tax payment
- 5** Fourth quarter estimated tax payment
- 6** Other payments
- 7** Total

	Date	Amount
1	1	0
5/11/2016	2	211
6/10/2016	3	212
9/12/2016	4	211
12/12/2016	5	211
	6	
	7	845

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	9,149
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	9,149

TAXABLE YEAR **California Exempt Organization**
2016 Annual Information Return

FORM

199

Calendar Year 2016 or fiscal year beginning (mm/dd/yyyy) _____, and ending (mm/dd/yyyy) _____

Corporation/Organization name HOLLEMAN, ROY MARIAN FOUNDATION	California corporation number 8049020
Additional information See instructions	FEIN 27-3867635

Street address (suite or room) WELLS FARGO BANK N.A. TRUST TAX DEPT - 100 N MAIN ST MAC D4	PMB no
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City WINSTON SALEM	State NC	Zip code 27101
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Foreign country name	Foreign province/state/county	Foreign postal code
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A First Return	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	J If exempt under R&TC Section 23701d, has the organization engaged in political activities? See instructions <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
B Amended Return	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
C IRC Section 4947 (a)(1) trust	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	K Is the organization exempt under R&TC Section 23701g? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
D Final Information Return?	<input type="checkbox"/> Dissolved <input type="checkbox"/> Surrendered (Withdrawn) <input type="checkbox"/> Merged/Reorganized	L If "Yes," enter the gross receipts from nonmember sources \$ _____ If organization is exempt under R&TC Section 23701d and meets the filing fee exception, check box
Enter date (mm/dd/yyyy) <input type="checkbox"/> _____		
E Check accounting method (1) <input checked="" type="checkbox"/> Cash (2) <input type="checkbox"/> Accrual (3) <input type="checkbox"/> Other	No filing fee is required <input type="checkbox"/>	
F Federal return filed? (1) <input checked="" type="checkbox"/> 990T (2) <input checked="" type="checkbox"/> 990PF (3) <input type="checkbox"/> Sch H (990) (4) <input type="checkbox"/> Other 990 series	M Is the organization a Limited Liability Company? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
G Is this a group filing? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N Did the organization file Form 100 or Form 109 to report taxable income? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
H Is this organization in a group exemption If "Yes," what is the parent's name?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	O Is the organization under audit by the IRS or has the IRS audited in a prior year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
I Did the organization have any changes to its guidelines not reported to the FTB? See instructions	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	P Is federal Form 1023/1024 pending? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Date filed with IRS _____

Part I Complete Part I unless not required to file this form. See General Instructions B and C.

Receipts and Revenues	1 Gross sales or receipts from other sources From Side 2, Part II, line 8	<input type="checkbox"/> 1 701,734 00
	2 Gross dues and assessments from members and affiliates	<input type="checkbox"/> 2 0 00
	3 Gross contributions, gifts, grants, and similar amounts received	<input type="checkbox"/> 3 0 00
	4 Total gross receipts for filing requirement test. Add line 1 through line 3 This line must be completed. If the result is less than \$50,000, see General Instruction B	<input type="checkbox"/> 4 701,734 00
	5 Cost of goods sold	<input type="checkbox"/> 5 0 00
	6 Cost or other basis, and sales expenses of assets sold	<input type="checkbox"/> 6 607,727 00
	7 Total costs Add line 5 and line 6	<input type="checkbox"/> 7 607,727 00
	8 Total gross income Subtract line 7 from line 4	<input type="checkbox"/> 8 94,007 00
Expenses	9 Total expenses and disbursements From Side 2, Part II, line 18	<input type="checkbox"/> 9 199,891 00
	10 Excess of receipts over expenses and disbursements Subtract line 9 from line 8	<input type="checkbox"/> 10 -105,884 00
	11 Total payments	<input type="checkbox"/> 11 0 00
	12 Use tax See General Instruction K	<input type="checkbox"/> 12 0 00
Filing Fee	13 Payments balance If line 11 is more than line 12, subtract line 12 from line 11	<input type="checkbox"/> 13 0 00
	14 Use tax balance If line 12 is more than line 11, subtract line 11 from line 12	<input type="checkbox"/> 14 0 00
	15 Filing fee \$10 or \$25 See General Instruction F	<input type="checkbox"/> 15 10 00
	16 Penalties and Interest See General Instruction J	<input type="checkbox"/> 16 0 00
	17 Balance due Add line 12, line 15, and line 16 Then subtract line 11 from the result	<input type="checkbox"/> 17 10 00

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 ► <i>John M. S. SVP Wells Fargo Bank N.A.</i>	Title SVP Wells Fargo	Date 04/19/2017	Telephone 888-730-4933

Paid Preparer's Use Only	Preparer's signature ► <i>John M. S. SVP Wells Fargo Bank N.A.</i>	Date 04/19/2017	Check if self-employed ► <input checked="" type="checkbox"/>
	Firm's name (or yours, if self-employed) ► PricewaterhouseCoopers, LLP	PTIN P01251603	
	and address 600 GRANT STREET, PITTSBURGH, PA 15219-2777	FEIN 13-4008324	
May the FTB discuss this return with the preparer shown above? See instructions		Telephone 412-355-6000	
		• <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

Part II Organizations with gross receipts of more than \$50,000 and private foundations
regardless of amount of gross receipts — complete Part II or furnish substitute information.

Receipts from Other Sources	1 Gross sales or receipts from all business activities See instructions	1	0 00
	2 Interest	2	0 00
	3 Dividends	3	95,265 00
	4 Gross rents	4	0 00
	5 Gross royalties	5	0 00
	6 Gross amount received from sale of assets (See Instructions)	6	596,212 00
	7 Other income Attach schedule	7	10,257 00
	8 Total gross sales or receipts from other sources Add line 1 through line 7 Enter here and on Side 1, Part I, line 1	8	701,734 00
	9 Contributions, gifts, grants, and similar amounts paid Attach schedule	9	135,000 00
	10 Disbursements to or for members	10	0 00
	11 Compensation of officers, directors, and trustees Attach schedule	11	49,355 00
	12 Other salaries and wages	12	0 00
	13 Interest	13	0 00
	14 Taxes	14	3,643 00
	15 Rents	15	0 00
	16 Depreciation and depletion (See instructions)	16	0 00
	17 Other Expenses and Disbursements Attach schedule	17	11,893 00
	18 Total expenses and disbursements Add line 9 through line 17 Enter here and on Side 1, Part I, line 9	18	199,891 00

Schedule L Balance Sheet

		Beginning of taxable year			End of taxable year
		(a)	(b)	(c)	(d)
Assets					
1 Cash			144,321		● 93,171
2 Net accounts receivable			0		● 0
3 Net notes receivable			0		● 0
4 Inventories			0		● 0
5 Federal and state government obligations			0		● 0
6 Investments in other bonds			0		● 0
7 Investments in stock			0		● 0
8 Mortgage loans			0		● 0
9 Other investments Attach schedule			3,416,254		● 3,359,347
10 a Depreciable assets		0		0	
b Less accumulated depreciation		(0)	0	(0)	0
11 Land			0		● 0
12 Other assets Attach schedule			0		● 0
13 Total assets			3,560,575		● 3,452,518
Liabilities and net worth					
14 Accounts payable			0		● 0
15 Contributions, gifts, or grants payable			0		● 0
16 Bonds and notes payable			0		● 0
17 Mortgages payable			0		● 0
18 Other liabilities Attach schedule			0		0
19 Capital stock or principal fund			3,560,575		● 3,452,518
20 Paid-in or capital surplus Attach reconciliation			0		● 0
21 Retained earnings or income fund			0		● 0
22 Total liabilities and net worth			3,560,575		● 3,452,518

Schedule M-1 Reconciliation of income per books with income per return

Do not complete this schedule if the amount on Schedule L, line 13, column (d), is less than \$50,000

1 Net income per books	● -105,884	7 Income recorded on books this year not included in this return Attach schedule	● 0
2 Federal income tax	●	8 Deductions in this return not charged against book income this year Attach schedule	● 3,612
3 Excess of capital losses over capital gains	●	9 Total Add line 7 and line 8	3,612
4 Income not recorded on books this year Attach schedule	● 1,439	10 Net income per return	
5 Expenses recorded on books this year not deducted in this return Attach schedule	●	Subtract line 9 from line 6	-108,057
6 Total Add line 1 through line 5	-104,445		