Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC

A Employer identification number: 31-1470721

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 58329 | Room/suite:

B Telephone number: (910)483-8104

City or town, state or province, country, and ZIP or foreign postal code: FAYETTEVILLE, NC 28305

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 21,854,670.

J Accounting method: ☐ Cash [X] Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(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	356,392.		N/A	
2 Check ▶ ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	30,734.	30,734.		STATEMENT 1
4 Dividends and interest from securities	403,924.	403,924.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	<365,103.>			
b Gross sales price for all assets on line 6a 3,194,776.				
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	285,311.	285,311.		STATEMENT 3
12 **Total.** Add lines 1 through 11	711,258.	719,969.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	202,524.	64,546.		116,529.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 4	6,000.	3,000.		3,000.
b Accounting fees STMT 5	9,000.	4,500.		4,500.
c Other professional fees STMT 6	35,483.	35,103.		380.
17 Interest				
18 Taxes STMT 7	36,967.	698.		0.
19 Depreciation and depletion				
20 Occupancy	12,090.	6,045.		6,045.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	2,116.	1,121.		523.
24 **Total operating and administrative expenses.** Add lines 13 through 23	304,180.	115,013.		130,977.
25 Contributions, gifts, grants paid	902,333.			902,333.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,206,513.	115,013.		1,033,310.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<495,255.>			
b **Net investment income** (if negative, enter -0-)		604,956.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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623501 11-23-16 LHA **For Paperwork Reduction Act Notice, see instructions.**

15

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	27,672.	35,216.	35,216.
	2	Savings and temporary cash investments	5,972,244.	6,536,983.	6,353,983.
	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 9	11,440,182.	10,116,252.	14,109,552.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶ 256,392.			
		Less accumulated depreciation ▶	0.	256,392.	826,432.
	15	Other assets (describe ▶ STATEMENT 10)	529,487.	529,487.	529,487.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	17,969,585.	17,474,330.	21,854,670.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	8,960,983.	8,960,983.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	9,008,602.	8,513,347.	
	30	**Total net assets or fund balances**	17,969,585.	17,474,330.	
	31	**Total liabilities and net assets/fund balances**	17,969,585.	17,474,330.	

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	17,969,585.
2	Enter amount from Part I, line 27a	2	<495,255.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	17,474,330.
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	17,474,330.

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	3,194,776.		3,559,879.	<365,103.>

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<365,103.>

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** <365,103.>

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	999,967.	20,169,887.	.049577
2014	1,014,947.	20,891,242.	.048582
2013	964,446.	19,400,312.	.049713
2012	924,031.	17,856,624.	.051747
2011	867,770.	17,710,615.	.048997

2	**Total** of line 1, column (d)	2	.248616
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	.049723
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	20,446,131.
5	Multiply line 4 by line 3	5	1,016,643.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,050.
7	Add lines 5 and 6	7	1,022,693.
8	Enter qualifying distributions from Part XII, line 4	8	1,033,310.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	6,050.
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	6,050.
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	6,050.
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 13,044.		
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	13,044.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	6,994.
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 6,052. **Refunded** ▶		11	942.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ ALFRED E. CLEVELAND Telephone no. ▶ 910-483-8104

Located at ▶ PO BOX 87009, FAYETTEVILLE, NC ZIP+4 ▶ 28304

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	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):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	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
SEE STATEMENT 11		202,524.	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	12,779,589.
b	Average of monthly cash balances	1b	6,782,169.
c	Fair market value of all other assets	1c	1,195,735.
d	**Total** (add lines 1a, b, and c)	1d	20,757,493.
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	20,757,493.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	311,362.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,446,131.
6	**Minimum investment return.** Enter 5% of line 5	6	1,022,307.

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	1,022,307.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a 6,050.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	6,050.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,016,257.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,016,257.
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	1,016,257.

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	1,033,310.
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	1,033,310.
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	6,050.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,027,260.

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				1,016,257.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012 47,610.				
c From 2013 10,674.				
d From 2014 5,415.				
e From 2015 4,515.				
f Total of lines 3a through e	68,214.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 1,033,310.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				1,016,257.
e Remaining amount distributed out of corpus	17,053.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	85,267.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	85,267.			
10 Analysis of line 9:				
a Excess from 2012 47,610.				
b Excess from 2013 10,674.				
c Excess from 2014 5,415.				
d Excess from 2015 4,515.				
e Excess from 2016 17,053.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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:

THOMAS & ELIZABETH MCLEAN FOUNDATION
PO BOX 58329, FAYETTEVILLE, NC 28305

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

WRITTEN REQUEST EXPLAINING PURPOSE, TIME, PERIOD & COST

c Any submission deadlines:

NONE

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

NORTH CAROLINA ORGANIZATIONS OR CHAPTERS OF NATIONAL CHARITIES

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED				902,333.
Total			▶ 3a	902,333.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	30,734.	
4 Dividends and interest from securities			14	403,924.	
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			01	285,311.	
8 Gain or (loss) from sales of assets other than inventory			18	<365,103.>	
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.		354,866.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 354,866.

(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).

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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: [signature] pres | Date: 5/11/17 | Title: President

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
TONYA R STRICKLAND	Tonya Strickland, CPA	5/3/17		P00095788
Firm's name ▶ HAIGH, BYRD & LAMBERT, LLP			Firm's EIN ▶ 56-0587513	
Firm's address ▶ PO BOX 53349 FAYETTEVILLE, NC 28305-3349			Phone no. (910)483-1437	

623622 11-23-16

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

Schedule of Contributors

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

OMB No 1545-0047

2016

Name of the organization
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC

Employer identification number
31-1470721

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling $5,000 or more during the year . .. . . ▶ $ ____________

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

Name of organization
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC

Employer identification number
31-1470721

Part I **Contributors** (See instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF THOMAS R. MCLEAN PO BOX 87009 FAYETTEVILLE, NC 28304	$ 356,392.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC	31-1470721

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization	Employer identification number
THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC	31-1470721

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

THOMAS R. & ELIZABETH E. MCLEAN FOUNDATION, INC

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	THRU BB&T SECURITIES LLC	P	VARIOUS	VARIOUS
b	THRU BB&T SECURITIES LLC	P	03/04/15	05/16/16
c	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
d	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
e	THRU RAYMOND JAMES	P	VARIOUS	VARIOUS
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
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	1,000,000.		1,038,446.	<38,446.>
b	253,000.		271,613.	<18,613.>
c	449,955.		467,493.	<17,538.>
d	1,012,151.		1,190,319.	<178,168.>
e	376,890.		592,008.	<215,118.>
f	102,780.			102,780.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				<38,446.>
b				<18,613.>
c				<17,538.>
d				<178,168.>
e				<215,118.>
f				102,780.
g				
h				
i				
j				
k				
l				
m				
n				
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	<365,103.>
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

623591
04-01-16

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BB&T	30,734.	30,734.	
TOTAL TO PART I, LINE 3	30,734.	30,734.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ACM FINANCIAL TRUST NONDIV DIST	14,400.	0.	14,400.	14,400.	
BB&T SECURITIES LLC	20,736.	0.	20,736.	20,736.	
RAYMOND JAMES	254.	0.	254.	254.	
RAYMOND JAMES	132.	0.	132.	132.	
RAYMOND JAMES	383,701.	102,780.	280,921.	280,921.	
RAYMOND JAMES	84,495.	0.	84,495.	84,495.	
RAYMOND JAMES NONDIV DIST	2,986.	0.	2,986.	2,986.	
TO PART I, LINE 4	506,704.	102,780.	403,924.	403,924.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OIL AND GAS ROYALTIES	267,286.	267,286.	
MCLEAN DEVELOPMENT	825.	825.	
FEDERAL TAX REFUND	8,946.	8,946.	
OK TAX REFUND	8,254.	8,254.	
TOTAL TO FORM 990-PF, PART I, LINE 11	285,311.	285,311.	

FORM 990-PF — LEGAL FEES — STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	6,000.	3,000.		3,000.
TO FM 990-PF, PG 1, LN 16A	6,000.	3,000.		3,000.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,000.	4,500.		4,500.
TO FORM 990-PF, PG 1, LN 16B	9,000.	4,500.		4,500.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	34,723.	34,723.		0.
ROYALTY ADMIN FEES	60.	30.		30.
MISCELLANEOUS	700.	350.		350.
TO FORM 990-PF, PG 1, LN 16C	35,483.	35,103.		380.

FORM 990-PF — TAXES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	698.	698.		0.
OKLAHOMA WITHHOLDING	11,073.	0.		0.
ROYALTY PRODUCTION TAXES	14,952.	0.		0.
PROPERTY TAXES	10,244.	0.		0.
TO FORM 990-PF, PG 1, LN 18	36,967.	698.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICES CHARGES	83.	0.		0.
DUES & SUBSCRIPTIONS	598.	598.		0.
OFFICE SUPPLIES	1,435.	523.		523.
TO FORM 990-PF, PG 1, LN 23	2,116.	1,121.		523.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS - SCHEDULE ATTACHED	10,116,252.	14,109,552.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,116,252.	14,109,552.

FORM 990-PF	OTHER ASSETS		STATEMENT 10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OIL & GAS INTEREST IN OK, CO, & TX	529,487.	529,487.	529,487.
TO FORM 990-PF, PART II, LINE 15	529,487.	529,487.	529,487.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ALFRED CLEVELAND FAYETTEVILLE, NC	PRESIDENT 25.00	40,662.	0.	0.
HARRY SHAW FAYETTEVILLE, NC	VICE-PRESIDENT 20.00	77,662.	0.	0.
JENNIFER ELAM RALEIGH, NC	DIRECTOR 5.00	57,000.	0.	0.
FAISON COVINGTON CHARLOTTE, NC	DIRECTOR 5.00	20,000.	0.	0.
ANGELA ASHWORTH FAYETTEVILLE, NC	SECRETARY / VICE-PRESIDENT 25.00	7,200.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		202,524.	0.	0.

10:18 AM

01/25/17

Accrual Basis

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2016

		Dec 31, 16 Cost	FMV
	ASSETS		
	Current Assets		
	Checking/Savings		
	BB&T Checking	35,211.35	
	BB&T Investment	1,884,012.13	
	BB&T Royalties	653,592.17	
	BB&T Savings	1,807,871.02	
	BB&T Savings (3991)	1,617,758.48	
	Total Checking/Savings	5,998,445.15	
	Total Current Assets	5,998,445.15	
	Other Assets		
	ACM Financial Trust, Inc.	200,000.00	150 560.
	Oil & Gas Interest	529,486 76	
	Raymond James		
1400	**3-M Company**	122,521.47	249998.
300	**Aflac Corporation**	17,358 40	20880.
1450	**Align Technology Inc.**	47,689.89	139388.
800	**Altria Group**	15,397.93	54096.
200	**Amerisourcebergen Corp**	20,704 05	15638.
800	**Amgen Inc.**	95,509.68	116968.
1000	**Ansys Inc.**	29,561.70	92490
16000	**AT&T, Inc.**	636,526 37	680480.
22900	**BB&T**	851,433.41	1.072056.
925	**BE Aerospace Inc**	21,728.99	55676.
500	**Berkshire Hathaway, Inc.**	44,132.86	81490
600	**Boeing Company**	75,870.19	93408.
800	**Charles River Laboratories Intl**	53,407.06	60952.
100	**Chemours Co.**	1,267.05	2209.
12020	**ChevronTexaco Corp**	449,583.50	1414754.
1200	**Coca-Cola Co.**	34,824.12	49752.
70	**Comerica Incorporated**	3,731.26	4768.
600	**Conocophillips**	33,644.83	30084
425	**Core Laboratories**	45,221.28	51017.
600	**Costco Wholesale Corp**	47,032 21	96066.
100	**Cree Inc.**	4,932.00	2639.
55	**CST Brands Incorporated**	2,919 02	2648.
3600	**CSX Corporation**	66,126.20	129348.
200	**CVS Health Corporation**	20,828 26	15782.
200	**D R Horton Inc.**	4,262.00	5466.
700	**Deere & Co.**	61,785.10	72128.
6000	**Duke Energy**	367,491.53	465720.
500	**EI Dupont De Nemours & Co**	23,650 27	36700.
19000	**Exxon Mobile Corporation**	705,671 87	1714940.
1600	**FISERV Inc.**	32,208 58	170048.
400	**Genworth Financial Inc**	5,263.12	1524.
1000	**Hershey Foods**	34,086.15	103430.
400	**Home Depot Inc.**	51,757.10	53632.
9315.283	**Investment Company of America**	304,721.96	337493.
1500	**J. P. Morgan Chase & Co.**	69,352.19	129435.
100	**Johnson & Johnson**	7,088 00	11521.
900	**Kansas City Southern Com**	52,301.79	76365.
462	**KLX Incorporated**	7,851 59	20841.
200	**Laboratory Corp.**	24,493 53	25676.
48766	**Lateef Fund**	485,723.97	383300.
200	**Metlife Inc.**	9,708.55	10778.
400	**Monsanto Company**	38,835 10	42084.
2200	**NCR Corp**	56,638 01	89232.
3900	**Norfolk Southern Corp**	141,653.79	421473.
2200	**Nucor Corp**	103,696 85	130944.
200	**Oracle Corp.**	8,043.76	7690.
200	**Pepsico, Inc.**	12,333 00	20926.
1500	**Phillips 66**	105,098 58	129615.
800	**PNC Bank Corp**	61,805.27	93568.
400	**Procter & Gamble Co**	23,774 00	33632.

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2016

		Dec 31, 16	
1400	Royal Bank of Canada	76,780.80	94632.
100	Sensata Technologies Holding	3,807 00	3895.
2000	Southern Co.	81,756.55	98380
4500	Suntrust	273,697.13	246825.
1028	Synovus Financial Corp	30,693 22	42230.
193	Total Systems Services Inc.	7,494.57	9463.
500	Valero Energy Corp	32,463 00	34160.
1633	Vanguard FTSE Emerging Markets	50,399.48	58429.
8430	Verizon Communications	380,928.12	449993.
700	Wal-Mart Stores Inc	39,075.45	48384.
200	Walgreens Boots Alliance Inc.	9,166.98	16552.
	Raymond James - Other	428,386 95 Cash	
	Total Raymond James	6,955,896.64	10,223,691.
	Raymond James Snow Cap		
4417	Ally Financial Inc.	96,046 02	85153.
1737	Atlas Air Worldwide	75,771.91	90585.
2656	Avnet, Inc.	109,434.88	126452
6585	Bank of America Corp	112,269.56	145528.
2134	Big Lots Inc	91,504 38	107148.
387	Biogen Inc.	102,323.61	109745.
854	Centene Corporation	49,737.73	48260
884	Chevron Corporation	65,986 34	104047
1184	Crane Company	71,664.24	85390.
6298	Cypress Semiconductor Corp.	54,689.11	72049.
1610	FMC Corp	64,216.31	91062.
1103	Hartford Fincl' Services Groupl	42,081 84	52558.
2714	Intl Paper Co	128,657 75	144005.
1828	J. P. Morgan Chase & Co	110,541.45	157738.
7554	KeyCorp	96,720 23	138012.
3869	Keysight Technologies Inc.	107,106.02	141489.
4859	Kinder Morgan Inc.	95,024.50	100630.
4157	Lannet Inc.	114,564.18	91662.
1088	Merck & Company Inc.	58,044.91	64051.
2488	Metlife, Inc.	121,834 96	134078.
3555	Mosaic Co.	116,333.50	104268.
1707	Norwegian Cruise Line Hldgs	64,326 81	72598.
2060	Open Text Corporation	96,540.80	127061.
5056	PBF Energy Inc.	130,927 59	140961.
1843	Qualcomm Inc.	115,904.94	120164.
1112	Skyworks Solutions Inc.	75,369.08	83022.
9579	Southwestern Energy Co.	114,107 09	103645.
2059	Symantec Corporation	47,140 06	49190.
2960	Textron Inc.	110,614 15	143738.
3859	Triumph Group Inc.	198,000.36	102263.
5040	Verifone Systems Inc	87,894.34	89359.
3541	Voya Financial Inc.	136,729.19	138878.
1418	Wal-Mart Stores Inc.	89,521.73	98012.
3495	Wesco Aircraft Hldgs Inc.	51,670.03	52250.
5338	Whiting Pete Corp.	44,694.56	64163.
1228	Zebra Technologies Corp.	83,856 89	105313.
492	Zimmer Biomet Hldgs Inc.	56,891.09	50774
	Raymond James Snow Cap - Other	145,362.57 Cash	
	Total Raymond James Snow Cap	3,534,104 71	3735301 Stocks
	~~Scott & Stringfellow 10792735~~ Land	256,392.00 ~~3 05~~	
	~~Total Other Assets~~	11475877.06 ~~11,219,485.06~~	
	TOTAL ASSETS	17474322.21 ~~17,217,930.21~~	

THOMAS R & ELIZABETH E MCLEAN FOUNDATION
Balance Sheet
As of December 31, 2016

	Dec 31, 16
LIABILITIES & EQUITY	
Equity	
Capital	276,312 02 PY
Retained Earnings	17,693,264.96 PY
Net Income	-495254.77 ~~751,646.77~~
Total Equity	17474322.21 ~~17,217,930.21~~
TOTAL LIABILITIES & EQUITY	17474322.21 ~~17,217,930.21~~

```
   200,000.00+
 6,955,836.64+
   428,386.95-
 3,534,104.71+
   145,352.57-
005
10,116,251.83*
```

Stocks at Cost

```
   150,560.00+
10,223,691.00+
 3,735,301.00+
003
14,109,552.00*
```

Stocks at FMV

McLean Foundation

Year 2016 Grants Made	
Boy Scouts of America *In-School Scouting Program*	$ 14,000
Better Health of Cumberland County, Inc. *Emergency Direct Aid Program*	$ 5,000
Carolina Ballet, Inc. *Dancers in Schools Program*	$ 15,000
North Carolina Symphony *Educational/Outreach Programs*	$ 25,000
Duke University *Hubert/Yeargan Center for Global Health* *Unrestricted*	$ 25,000
FTCC Foundation, Inc. *Ambassador Program*	$ 83,333.34
Cape Fear Botanical Garden *Financial Contribution*	$200,000
Cumberland Oratorio Singers *2016 - 2017 Concert Season*	$ 10,000
Fayetteville Symphony Orchestra (held at CCF) *Unrestricted*	$ 25,000
Child Advocacy Center *Administrative/Operational Expenses*	$ 25,000
Community Concerts of Fayetteville *Unrestricted for Promotional Expenses*	$ 25,000
Connections of Cumberland County, Inc. *Operational Expenses*	$ 5,000
Fayetteville Family Life Center *Administrative Expenses*	$ 15,000
Fayetteville State University *Honors/Student Program*	$100,000

McLean Foundation

American Red Cross - Sandhills Chapter *Flood Victims*	$ 10,000
Methodist University *New Health & Sciences Building*	$250,000
Habitat for Humanity *Neighborhood Revitalization*	$ 50,000
Connections of Cumberland County, Inc. *Operational Expenses*	$ 20,000
TOTAL MADE 2016	***$902,333.34***

BB&T Securities, LLC Account 83235648

Proceeds Not Reported to the IRS

2016 02/06/2017

Sales transactions are organized into sections according to term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase.

Several columns include both an amount and a qualifying notation to its right. Where proceeds are the result of an option exercise or assignment, there is indication of whether the amount is N (net of option premium) or G (Gross). Accrued market discount and Wash sale loss disallowed appear in the same column, identified by the letters D or W, respectively. Where you are not permitted to recognize a loss, an indication of X (change in control or capital structure) or Z (other corporate action) is used.

Some tax lots may have notations in the column of additional information because they require special treatment on your tax returns. Sales of securities such as Contingent Payment Debt Instruments (CPDI) are marked as "Ordinary" because gains and losses on these instruments generally do not qualify as short- or long-term capital transactions. Similarly, sales of collectibles, noted as "12- [X] Collectible," are handled distinctly under the tax code. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment for these scenarios.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of the amount received when the option was written and the cost to close the position.

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part I, with Box C checked.

Description of property / Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
BB&T CORP 3.2 031516 / CUSIP: 05531FAG8 / Symbol:							
	2 transactions for 02/16/16						
	250,000.000	*250,000.00*	*02/18/15*	*250,000.00*	*0.00*	*0.00*	*Redemption* AA *Original basis: $256,095.00*
	750,000.000	*750,000.00*	*02/19/15*	~~*750,000.00*~~ 788446.11	*0.00*	<38446.117 ~~*0.00*~~	*Redemption* AA *Original basis: $768,240.00*
02/16/16	1,000,000.000	1,000,000.00	Various	~~1,000,000.00~~ 1038446.11	0.00	~~0.00~~ <38446.117	Total of 2 transactions
	Totals:	**1,000,000.00**		~~**1,000,000.00**~~	**0.00**	**0.00**	

BB&T Securities, LLC Account 83235648

Proceeds Not Reported to the IRS
(continued)

2016 02/06/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
WF BK NA 5.75 051616 / CUSIP: 94980VAE8 / Symbol:							
05/16/16	253,000.000	253,000.00	03/04/15	~~253,000.00~~ 271612.79	0.00	~~0.00~~ <18612.797	Redemption AA Original basis: $267,006.08
	Totals:	253,000.00		~~253,000.00~~	0.00	~~0.00~~	

Raymond James & Associates, Inc. Account 54306867

Proceeds Not Reported to the IRS

2016 02/15/2017

Sales transactions are organized into sections according to term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase.

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Some tax lots may have notations in the column of additional information because they require special treatment on your tax returns. Sales of securities such as Contingent Payment Debt Instruments (CPDI) are marked as "Ordinary" because gains and losses on these instruments generally do not qualify as short- or long-term capital transactions. Similarly, sales of collectibles, noted as "12- [X] Collectible," are handled distinctly under the tax code. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment for these scenarios.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of the amount received when the option was written and the cost to close the position.

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part I, with Box C checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
ABERCROMBIE & FITCH COMPANY CLASS A / CUSIP: 002896207 / Symbol: ANF							
06/07/16	387.000	7,453.30	04/22/16	11,226.48	...	-3,773.18	Sale [26]
CARBO CERAMICS INCORPORATED / CUSIP: 140781105 / Symbol: CRR							
05/24/16	1,145.000	12,887.61	04/22/16	18,624.29	...	-5,736.68	Sale [26]
CHEVRON CORPORATION NEW / CUSIP: 166764100 / Symbol: CVX							
	2 transactions for 04/22/16						
	29.000	*2,949.50*	*09/01/15*	*2,285.77*	...	*663.73*	*Sale [26]*
	80.000	*8,136.55*	*01/15/16*	*6,561.87*	...	*1,574.68*	*Sale [26]*
04/22/16	109.000	11,086.05	Various	8,847.64	...	2,238.41	Total of 2 transactions
06/29/16	69.000	7,203.24	09/01/15	5,438.55	...	1,764.69	Sale [26]
	Security total:	18,289.29		14,286.19	...	4,003.10	
COMMUNITY HEALTH SYSTEMS INCORPORATED NEW / CUSIP: 203668108 / Symbol: CYH							
	5 transactions for 08/18/16						
	1,576.000	*15,862.09*	*11/03/15*	*35,991.17*	...	*-20,129.08*	*Sale [26]*

Raymond James & Associates, Inc. Account 54306867

Proceeds Not Reported to the IRS
(continued)

2016 02/15/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
COMMUNITY HEALTH SYSTEMS INCORPORATED NEW / CUSIP: 203668108 / Symbol: CYH (cont'd)							
	170.000	*1,711.01*	*11/09/15*	*4,416.63*	...	*-2,705.62*	*Sale* [26]
	1,709.000	*17,200.71*	*01/20/16*	*25,985.22*	...	*-8,784.51*	*Sale* [26]
	128.000	*1,288.29*	*04/22/16*	*2,218.57*	...	*-930.28*	*Sale* [26]
	840.000	*8,454.42*	*06/30/16*	*9,979.12*	...	*-1,524.70*	*Sale* [26]
08/18/16	4,423.000	44,516.52	Various	78,590.71	...	-34,074.19	Total of 5 transactions
DEVON ENERGY CORPORATION NEW / CUSIP: 25179M103 / Symbol: DVN							
	2 transactions for 04/22/16						
	322.000	*11,281.54*	*09/01/15*	*13,209.78*	...	*-1,928.24*	*Sale* [26]
	236.000	*8,268.45*	*09/02/15*	*9,314.48*	...	*-1,046.03*	*Sale* [26]
04/22/16	558.000	19,549.99	Various	22,524.26	...	-2,974.27	Total of 2 transactions
	2 transactions for 07/15/16						
	28.000	*1,066.81*	*08/26/15*	*1,056.59*	...	*10.22*	*Sale* [26]
	201.000	*7,658.21*	*09/02/15*	*7,933.09*	...	*-274.88*	*Sale* [26]
07/15/16	229.000	8,725.02	Various	8,989.68	...	-264.66	Total of 2 transactions
10/31/16	1,380.000	52,743.83	03/22/16	38,868.69	...	13,875.14	Sale [26]
	Security total:	81,018.84		70,382.63	...	10,636.21	
F M C CORPORATION COM NEW / CUSIP: 302491303 / Symbol: FMC							
04/22/16	128.000	5,487.29	01/05/16	4,808.76	...	678.53	Sale [26]
HALLIBURTON COMPANY / CUSIP: 406216101 / Symbol: HAL							
	2 transactions for 04/06/16						
	294.000	*10,692.83*	*09/01/15*	*11,303.19*	...	*-610.36*	*Sale* [26]
	185.000	*6,728.48*	*10/20/15*	*6,955.39*	...	*-226.91*	*Sale* [26]
04/06/16	479.000	17,421.31	Various	18,258.58	...	-837.27	Total of 2 transactions

Raymond James & Associates, Inc.

Account 54306867

Proceeds Not Reported to the IRS
(continued)

2016

02/15/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
Description of property							
HALLIBURTON COMPANY / CUSIP: 406216101 / Symbol: HAL (cont'd)							
	3 transactions for 04/13/16						
	126.000	*4,804.34*	*08/26/15*	*4,281.25*	...	*523.09*	*Sale* [26]
	449.000	*17,120.22*	*09/02/15*	*16,850.96*	...	*269.26*	*Sale* [26]
	297.000	*11,324.51*	*10/20/15*	*11,166.22*	...	*158.29*	*Sale* [26]
04/13/16	872.000	33,249.07	Various	32,298.43	...	950.64	Total of 3 transactions
04/22/16	53.000	2,164.47	08/26/15	1,800.84	...	363.63	Sale [26]
04/26/16	1,108.000	43,847.33	08/26/15	37,647.82	...	6,199.51	Sale [26]
	Security total:	96,682.18		90,005.67	...	6,676.51	
HARTFORD FINL SVCS GROUP INCORPORATED / CUSIP: 416515104 / Symbol: HIG							
05/09/16	138.000	6,063.67	04/22/16	6,198.95	...	-135.28	Sale [26]
JOHNSON CONTROLS INCORPORATED / CUSIP: 478366107 / Symbol: JCIOLD							
08/04/16	142.000	6,387.73	04/22/16	5,971.81	...	415.92	Sale [26]
KEYSIGHT TECHNOLOGIES INCORPORATED / CUSIP: 49338L103 / Symbol: KEYS							
12/05/16	118.000	4,246.77	08/23/16	3,602.34	...	644.43	Sale [26]
MACYS INCORPORATED / CUSIP: 55616P104 / Symbol: M							
08/11/16	286.000	10,991.12	04/22/16	11,816.35	...	-825.23	Sale [26]
MERCK & COMPANY INCORPORATED / CUSIP: 58933Y105 / Symbol: MRK							
04/22/16	91.000	5,155.04	11/03/15	5,030.40	...	124.64	Sale [26]
10/07/16	272.000	16,895.40	11/03/15	15,035.94	...	1,859.46	Sale [26]
	Security total:	22,050.44		20,066.34	...	1,984.10	
MOSAIC COMPANY NEW / CUSIP: 61945C103 / Symbol: MOS							
04/22/16	112.000	3,214.70	06/30/15	5,206.73	...	-1,992.03	Sale [26]

Raymond James & Associates, Inc.

Account 54306867

Proceeds Not Reported to the IRS

(continued)

2016 02/15/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part I, with Box C checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
NCR CORPORATION NEW / CUSIP: 62886E108 / Symbol: NCR							
	2 transactions for 01/06/16						
	880.000	*20,760.49*	*02/11/15*	*23,589.02*	...	*-2,828.53*	*Sale* [26]
	925.000	*21,822.10*	*04/29/15*	*26,728.43*	...	*-4,906.33*	*Sale* [26]
01/06/16	1,805.000	42,582.59	Various	50,317.45	...	-7,734.86	Total of 2 transactions
OSI SYSTEMS INCORPORATED / CUSIP: 671044105 / Symbol: OSIS							
	2 transactions for 11/09/16						
	533.000	*37,350.64*	*02/01/16*	*29,505.12*	...	*7,845.52*	*Sale* [26]
	11.000	*770.84*	*04/22/16*	*667.45*	...	*103.39*	*Sale* [26]
11/09/16	544.000	38,121.48	Various	30,172.57	...	7,948.91	Total of 2 transactions
QUORUM HEALTH CORPORATION / CUSIP: 74909E106 / Symbol: QHC							
	4 transactions for 05/13/16						
	394.000	*4,411.95*	*11/03/15*	*7,405.57*	...	*-2,993.62*	*Sale* [26]
	42.500	*475.91*	*11/09/15*	*908.77*	...	*-432.86*	*Sale* [26]
	427.250	*4,784.28*	*01/20/16*	*5,346.73*	...	*-562.45*	*Sale* [26]
	32.000	*358.33*	*04/22/16*	*456.50*	...	*-98.17*	*Sale* [26]
05/13/16	895.750	10,030.47	Various	14,117.57	...	-4,087.10	Total of 4 transactions
SOUTHWESTERN ENERGY COMPANY / CUSIP: 845467109 / Symbol: SWN							
04/22/16	224.000	2,658.83	04/13/16	2,376.01	...	282.82	Sale [28]
EATON CORPORATION PLC SHS (IRELAND) / CUSIP: G29183103 / Symbol: ETN							
09/15/16	257.000	16,214.06	10/20/15	13,013.00	...	3,201.06	Sale [28]
10/19/16	330.000	21,057.62	10/20/15	16,709.29	...	4,348.33	Sale [28]

Raymond James & Associates, Inc. — Account 54306867

Proceeds Not Reported to the IRS
(continued)

2016 — 02/15/2017

SHORT TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part I, with Box C checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional informatio[redacted]
EATON CORPORATION PLC SHS (IRELAND) / CUSIP: G29183103 / Symbol: ETN (cont'd)							
	Security total:	37,271.68		29,722.29	...	7,549.39	
	Totals:	**449,954.51**		**467,493.14**	...	**-17,538.63**	

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AGCO CORPORATION / CUSIP: 001084102 / Symbol: AGCO							
	2 transactions for 04/06/16						
	30.000	*1,463.35*	*08/05/14*	*1,453.38*	...	*9.97*	*Sale* [26]
	351.000	*17,121.23*	*12/08/14*	*15,275.29*	...	*1,845.94*	*Sale* [26]
04/06/16	381.000	18,584.58	Various	16,728.67	...	1,855.91	Total of 2 transactions
04/22/16	33.000	1,744.34	12/08/14	1,436.14	...	308.20	Sale [26]
05/05/16	1,166.000	59,606.95	12/08/14	50,743.56	...	8,863.39	Sale [26]
	Security total:	79,935.87		68,908.37	...	11,027.50	
ABERCROMBIE & FITCH COMPANY CLASS A / CUSIP: 002896207 / Symbol: ANF							
02/26/16	532.000	14,938.97	12/08/14	13,989.47	...	949.50	Sale [26]
03/23/16	1,081.000	33,455.46	12/08/14	28,425.96	...	5,029.50	Sale [26]
	3 transactions for 06/07/16						
	1,863.000	*35,879.85*	*12/08/14*	*48,989.43*	...	*-13,109.58*	*Sale* [26]
	350.000	*6,740.71*	*02/03/15*	*8,933.65*	...	*-2,192.94*	*Sale* [26]

Raymond James & Associates, Inc. Account 54306867

Proceeds Not Reported to the IRS

2016 (continued) 02/15/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
Description of property							
ABERCROMBIE & FITCH COMPANY CLASS A / CUSIP: 002896207 / Symbol: ANF (cont'd)							
	745.000	*14,348.09*	*03/09/15*	*15,258.72*	...	*-910.63*	*Sale* [26]
06/07/16	2,958.000	56,968.65	Various	73,181.80	...	-16,213.15	Total of 3 transactions
	Security total:	105,363.08		115,597.23	...	-10,234.15	
AVNET INCORPORATED / CUSIP: 053807103 / Symbol: AVT							
04/22/16	229.000	10,032.00	12/08/14	10,201.35	...	-169.35	Sale [26]
CARBO CERAMICS INCORPORATED / CUSIP: 140781105 / Symbol: CRR							
	5 transactions for 05/24/16						
	110.000	*1,238.11*	*10/16/14*	*6,212.83*	...	*-4,974.72*	*Sale* [26]
	90.000	*1,013.00*	*10/17/14*	*4,743.47*	...	*-3,730.47*	*Sale* [26]
	50.000	*562.78*	*10/27/14*	*2,441.49*	...	*-1,878.71*	*Sale* [26]
	35.000	*393.94*	*10/30/14*	*1,843.16*	...	*-1,449.22*	*Sale* [26]
	1,350.000	*15,194.99*	*12/08/14*	*46,568.45*	...	*-31,373.46*	*Sale* [26]
05/24/16	1,635.000	18,402.82	Various	61,809.40	...	-43,406.58	Total of 5 transactions
COMMUNITY HEALTH SYSTEMS INCORPORATED NEW / CUSIP: 203668108 / Symbol: CYH							
	6 transactions for 08/18/16						
	15.000	*150.97*	*05/05/11*	*371.89*	...	*-220.92*	*Sale* [26]
	115.000	*1,157.45*	*06/14/11*	*2,504.62*	...	*-1,347.17*	*Sale* [26]
	155.000	*1,560.04*	*08/04/11*	*2,935.96*	...	*-1,375.92*	*Sale* [26]
	325.000	*3,271.05*	*08/10/11*	*5,128.15*	...	*-1,857.10*	*Sale* [26]
	25.000	*251.62*	*03/25/14*	*731.89*	...	*-480.27*	*Sale* [26]
	1,374.000	*13,829.01*	*12/08/14*	*59,102.84*	...	*-45,273.83*	*Sale* [26]
08/18/16	2,009.000	20,220.14	Various	70,775.35	...	-50,555.21	Total of 6 transactions

Raymond James & Associates, Inc. | Account 54306867

Proceeds Not Reported to the IRS
(continued)

2016 | 02/15/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CRANE COMPANY / CUSIP: 224399105 / Symbol: CR							
04/22/16	176.000	9,942.90	02/11/15	11,756.18	...	-1,813.28	Sale [28]
	2 transactions for 09/09/16						
	49.000	*3,084.13*	*02/11/15*	*3,273.03*	...	*-188.90*	*Sale [28]*
	109.000	*6,860.61*	*03/04/15*	*7,246.52*	...	*-385.91*	*Sale [28]*
09/09/16	158.000	9,944.74	Various	10,519.55	...	-574.81	Total of 2 transactions
	2 transactions for 09/16/16						
	104.000	*6,281.49*	*02/02/15*	*6,403.53*	...	*-122.04*	*Sale [28]*
	211.000	*12,744.18*	*03/04/15*	*14,027.68*	...	*-1,283.50*	*Sale [28]*
09/16/16	315.000	19,025.67	Various	20,431.21	...	-1,405.54	Total of 2 transactions
	2 transactions for 11/23/16						
	321.000	*24,277.38*	*02/02/15*	*19,764.74*	...	*4,512.64*	*Sale [28]*
	84.000	*6,352.96*	*04/30/15*	*5,159.67*	...	*1,193.29*	*Sale [28]*
11/23/16	405.000	30,630.34	Various	24,924.41	...	5,705.93	Total of 2 transactions
	Security total:	69,543.65		67,631.35	...	1,912.30	
DEVON ENERGY CORPORATION NEW / CUSIP: 25179M103 / Symbol: DVN							
09/02/16	235.000	10,502.06	08/26/15	8,867.79	...	1,634.27	Sale [28]
09/16/16	280.000	11,471.51	08/26/15	10,565.87	...	905.64	Sale [28]
10/19/16	539.000	23,311.29	08/26/15	20,339.31	...	2,971.98	Sale [28]
10/31/16	79.000	3,019.39	08/26/15	2,981.09	...	38.30	Sale [28]
	Security total:	48,304.25		42,754.06	...	5,550.19	
HARTFORD FINL SVCS GROUP INCORPORATED / CUSIP: 416515104 / Symbol: HIG							
03/22/16	538.000	24,716.32	12/08/14	22,628.23	...	2,088.09	Sale [28]
05/09/16	322.000	14,148.57	12/08/14	13,543.29	...	605.28	Sale [28]
05/20/16	393.000	17,736.16	12/08/14	16,529.54	...	1,206.62	Sale [28]

Raymond James & Associates, Inc. | Account 54306867

Proceeds Not Reported to the IRS
(continued)

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
HARTFORD FINL SVCS GROUP INCORPORATED / CUSIP: 416515104 / Symbol: HIG (cont'd)							
09/02/16	200.000	8,190.02	12/08/14	8,411.98	...	-221.96	Sale [28]
	Security total:	64,791.07		61,113.04	...	3,678.03	
JPMORGAN CHASE & COMPANY / CUSIP: 46625H100 / Symbol: JPM							
04/22/16	222.000	14,172.19	12/08/14	13,901.62	...	270.57	Sale [28]
JOHNSON CONTROLS INCORPORATED / CUSIP: 478366107 / Symbol: JCIOLD							
	4 transactions for 08/04/16						
	185.000	*8,322.04*	*05/29/12*	*5,772.15*	...	*2,549.89*	*Sale [28]*
	250.000	*11,246.01*	*07/19/12*	*6,600.58*	...	*4,645.43*	*Sale [28]*
	130.000	*5,847.92*	*01/18/13*	*3,977.06*	...	*1,870.86*	*Sale [28]*
	1,605.000	*72,199.35*	*12/08/14*	*78,754.94*	...	*-6,555.59*	*Sale [28]*
08/04/16	2,170.000	97,615.32	Various	95,104.73	...	2,510.59	Total of 4 transactions
KEYCORP NEW / CUSIP: 493267108 / Symbol: KEY							
12/14/16	1,760.000	31,754.10	12/08/14	24,304.54	...	7,449.56	Sale [28]
MACYS INCORPORATED / CUSIP: 55616P104 / Symbol: M							
	2 transactions for 08/11/16						
	200.000	*7,686.10*	*08/21/09*	*3,078.78*	...	*4,607.32*	*Sale [28]*
	610.000	*23,442.61*	*12/08/14*	*37,428.62*	...	*-13,986.01*	*Sale [28]*
08/11/16	810.000	31,128.71	Various	40,507.40	...	-9,378.69	Total of 2 transactions
MERCK & COMPANY INCORPORATED / CUSIP: 58933Y105 / Symbol: MRK							
10/07/16	140.000	8,696.16	09/15/15	7,479.53	...	1,216.63	Sale [28]
10/31/16	210.000	12,318.08	09/15/15	11,219.29	...	1,098.79	Sale [28]
	Security total:	21,014.24		18,698.82	...	2,315.42	

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Proceeds Not Reported to the IRS
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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
PBF ENERGY INCORPORATED CLASS A / CUSIP: 69318G106 / Symbol: PBF							
01/15/16	436.000	14,921.89	12/08/14	11,756.42	...	3,165.47	Sale [26]
04/22/16	307.000	10,417.20	12/08/14	8,278.03	...	2,139.17	Sale [26]
	Security total:	25,339.09		20,034.45	...	5,304.64	
QUORUM HEALTH CORPORATION / CUSIP: 74909E106 / Symbol: QHC							
	6 transactions for 05/13/16						
	3.750	*41.99*	*05/05/11*	*76.52*	...	*-34.53*	*Sale* [26]
	28.750	*321.94*	*06/14/11*	*515.35*	...	*-193.41*	*Sale* [26]
	38.750	*433.92*	*08/04/11*	*604.10*	...	*-170.18*	*Sale* [26]
	81.250	*909.82*	*08/10/11*	*1,055.17*	...	*-145.35*	*Sale* [26]
	6.250	*69.99*	*03/25/14*	*150.60*	...	*-80.61*	*Sale* [26]
	343.500	*3,846.46*	*12/08/14*	*12,161.04*	...	*-8,314.58*	*Sale* [26]
05/13/16	502.250	5,624.12	Various	14,562.78	...	-8,938.66	Total of 6 transactions
RIO TINTO PLC SPONSORED ADR (UNITED KINGDOM) / CUSIP: 767204100 / Symbol: RIO							
	7 transactions for 01/15/16						
	125.000	*2,910.45*	*09/21/12*	*6,244.94*	...	*-3,334.49*	*Sale* [26]
	65.000	*1,513.43*	*12/06/12*	*3,366.94*	...	*-1,853.51*	*Sale* [26]
	40.000	*931.34*	*12/18/12*	*2,324.58*	...	*-1,393.24*	*Sale* [26]
	70.000	*1,629.85*	*01/09/13*	*3,988.58*	...	*-2,358.73*	*Sale* [26]
	95.000	*2,211.94*	*09/12/13*	*4,768.97*	...	*-2,557.03*	*Sale* [26]
	140.000	*3,259.70*	*10/15/13*	*7,188.79*	...	*-3,929.09*	*Sale* [26]
	2,320.000	*54,017.88*	*12/08/14*	*104,159.97*	...	*-50,142.09*	*Sale* [26]
01/15/16	2,855.000	66,474.59	Various	132,042.77	...	-65,568.18	Total of 7 transactions
SYMANTEC CORPORATION / CUSIP: 871503108 / Symbol: SYMC							
09/22/16	1,668.000	41,790.32	12/08/14	43,834.87	...	-2,044.55	Sale [26]
11/11/16	688.000	17,234.02	12/08/14	18,080.57	...	-846.55	Sale [26]
11/17/16	540.000	12,840.97	12/08/14	14,191.15	...	-1,350.18	Sale [26]

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Proceeds Not Reported to the IRS

2016 (continued) 02/15/2017

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
SYMANTEC CORPORATION / CUSIP: 871503108 / Symbol: SYMC (cont'd)							
	6 transactions for 12/05/16						
	115.000	*2,783.66*	*04/04/14*	*2,313.47*	...	*470.19*	*Sale* [26]
	230.000	*5,567.33*	*04/17/14*	*4,762.04*	...	*805.29*	*Sale* [26]
	190.000	*4,599.09*	*04/24/14*	*3,923.99*	...	*675.10*	*Sale* [26]
	270.000	*6,535.56*	*05/07/14*	*5,441.18*	...	*1,094.38*	*Sale* [26]
	225.000	*5,446.30*	*06/12/14*	*4,814.69*	...	*631.61*	*Sale* [26]
	509.000	*12,320.74*	*12/08/14*	*13,376.47*	...	*-1,055.73*	*Sale* [26]
12/05/16	1,539.000	37,252.68	Various	34,631.84	...	2,620.84	Total of 6 transactions
	Security total:	109,117.99		110,738.43	...	-1,620.44	
TEVA PHARMACEUTICAL INDUSTRIES LIMITED ADR (ISRAEL) / CUSIP: 881624209 / Symbol: TEVA							
04/22/16	88.000	5,008.94	12/08/14	5,041.70	...	-32.76	Sale [26]
11/23/16	763.000	28,948.28	12/08/14	43,713.79	...	-14,765.51	Sale [26]
	6 transactions for 12/20/16						
	70.000	*2,536.95*	*04/21/11*	*3,213.32*	...	*-676.37*	*Sale* [26]
	80.000	*2,899.37*	*05/02/11*	*3,755.99*	...	*-856.62*	*Sale* [26]
	70.000	*2,536.95*	*08/04/11*	*2,906.39*	...	*-369.44*	*Sale* [26]
	70.000	*2,536.95*	*12/12/11*	*2,848.23*	...	*-311.28*	*Sale* [26]
	305.000	*11,053.83*	*10/31/13*	*11,400.02*	...	*-346.19*	*Sale* [26]
	699.000	*25,333.23*	*12/08/14*	*40,047.11*	...	*-14,713.88*	*Sale* [26]
12/20/16	1,294.000	46,897.28	Various	64,171.06	...	-17,273.78	Total of 6 transactions
	Security total:	80,854.50		112,926.55	...	-32,072.05	
TEXTRON INCORPORATED / CUSIP: 883203101 / Symbol: TXT							
04/22/16	168.000	6,625.98	12/08/14	7,020.31	...	-394.33	Sale [26]
WESCO AIRCRAFT HLDGS INCORPORATED / CUSIP: 950814103 / Symbol: WAIR							
04/22/16	469.000	6,867.82	03/13/15	7,199.06	...	-331.24	Sale [26]

Raymond James & Associates, Inc. Account 54306867

Proceeds Not Reported to the IRS

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
EATON CORPORATION PLC SHS (IRELAND) / CUSIP: G29183103 / Symbol: ETN							
04/06/16	278.000	16,428.05	12/08/14	18,216.75	...	-1,788.70	Sale [28]
07/15/16	646.000	41,053.69	12/08/14	41,962.79	...	-909.10	Sale [28]
09/02/16	263.000	17,702.46	12/08/14.	16,934.01	...	768.45	Sale [28]
09/15/16	23.000	1,451.06	12/08/14	1,480.92	...	-29.86	Sale [28]
	4 transactions for 10/19/16						
	65.000	*4,147.71*	*11/30/12*	*2,951.61*	...	*1,196.10*	*Sale* [28]
	70.000	*4,466.77*	*11/30/12*	*3,178.66*	...	*1,288.11*	*Sale* [28]
	75.000	*4,785.82*	*11/30/12*	*3,405.69*	...	*1,380.13*	*Sale* [28]
	140.000	*8,933.54*	*11/30/12*	*6,357.29*	...	*2,576.25*	*Sale* [28]
10/19/16	350.000	22,333.84	Various	15,893.25	...	6,440.59	Total of 4 transactions
	Security total:	98,969.10		94,487.72	...	4,481.38	
	Totals:	**1,012,150.63**		**1,190,319.33**	...	**-178,168.70**	

Raymond James & Associates, Inc. Account 27848938

Proceeds Not Reported to the IRS

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Sales transactions are organized into sections according to term (long, short or undetermined). For tax lots whose term is undetermined, use your historical documents to establish the cost basis and date of purchase.

Several columns include both an amount and a qualifying notation to its right. Where proceeds are the result of an option exercise or assignment, there is indication of whether the amount is N (net of option premium) or G (Gross). Accrued market discount and Wash sale loss disallowed appear in the same column, identified by the letters D or W, respectively. Where you are not permitted to recognize a loss, an indication of X (change in control or capital structure) or Z (other corporate action) is used.

Some tax lots may have notations in the column of additional information because they require special treatment on your tax returns. Sales of securities such as Contingent Payment Debt Instruments (CPDI) are marked as "Ordinary" because gains and losses on these instruments generally do not qualify as short- or long-term capital transactions. Similarly, sales of collectibles, noted as "12- [X] Collectible," are handled distinctly under the tax code. You may wish to consult with your tax advisor, the IRS or your state tax authority regarding the proper treatment for these scenarios.

Closing of written options is presented in a distinct manner in accordance with IRS regulation. For these transactions the Cost or other basis is always presented as $0.00 and the Proceeds is the net of the amount received when the option was written and the cost to close the position.

LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]

Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AMERICAN INTERNATIONAL GROUP INC WARRANT EXP 011921 / CUSIP: 026874156 / Symbol: AIG.WS							
	6 transactions for 03/18/16						
	2.670	37.08	01/20/11	43.76	...	-6.68	Sale [26]
	2.670	37.08	01/20/11	43.76	...	-6.68	Sale [26]
	4.642	64.47	01/20/11	76.08	...	-11.61	Sale [26]
	5.339	74.14	01/20/11	87.51	...	-13.37	Sale [26]
	5.339	74.15	01/20/11	87.50	...	-13.35	Sale [26]
	5.340	74.15	01/20/11	87.50	...	-13.35	Sale [26]
03/18/16	26.000	361.07	Various	426.11	...	-65.04	Total of 6 transactions
AMERICAN INTERNATIONAL GROUP INCORPORATED COM NEW / CUSIP: 026874784 / Symbol: AIG							
	8 transactions for 03/18/16						
	10.000	529.34	06/07/07	14,556.00	...	-14,026.66	Sale [26]
	5.000	264.67	06/28/07	7,151.00	...	-6,886.33	Sale [26]
	10.000	529.34	06/28/07	14,312.00	...	-13,782.66	Sale [26]
	10.000	529.34	07/05/07	14,230.00	...	-13,700.66	Sale [26]
	5.000	264.67	07/06/07	7,107.00	...	-6,842.33	Sale [26]

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Proceeds Not Reported to the IRS
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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
AMERICAN INTERNATIONAL GROUP INCORPORATED COM NEW / CUSIP: 026874784 / Symbol: AIG (cont'd)							
	10.000	529.34	07/18/07	14,008.00	...	-13,478.66	Sale [26]
	200.000	10,586.76	03/01/13	7,664.55	...	2,922.21	Sale [26]
	300.000	15,880.13	01/17/14	15,404.08	...	476.05	Sale [26]
03/18/16	550.000	29,113.59	Various	94,432.63	...	-65,319.04	Total of 8 transactions
AMER CORPORATION / CUSIP: 060505104 / Symbol: BAC							
	7 transactions for 03/01/16						
	200.000	2,603.07	05/09/03	7,440.25	...	-4,837.18	Sale [26]
	400.000	5,206.13	05/12/03	14,965.00	...	-9,758.87	Sale [26]
	400.000	5,206.13	05/14/03	14,873.50	...	-9,667.37	Sale [26]
	200.000	2,603.07	07/15/03	8,419.00	...	-5,815.93	Sale [26]
	200.000	2,603.07	03/29/12	2,013.44	...	589.63	Sale [26]
	200.000	2,603.07	07/16/13	2,888.35	...	-285.28	Sale [26]
	400.000	5,206.13	01/23/14	6,930.21	...	-1,724.08	Sale [26]
03/01/16	2,000.000	26,030.67	Various	57,529.75	...	-31,499.08	Total of 7 transactions
CENOVUS ENERGY INCORPORATED (CANADA) / CUSIP: 15135U109 / Symbol: CVE							
	10 transactions for 02/12/16						
	100.000	1,033.81	08/08/05	2,198.10	...	-1,164.29	Sale [26]
	100.000	1,033.82	08/12/05	2,219.78	...	-1,185.96	Sale [26]
	100.000	1,033.81	09/13/05	2,450.22	...	-1,416.41	Sale [26]
	100.000	1,033.81	09/23/05	2,678.65	...	-1,644.84	Sale [26]
	100.000	1,033.81	09/27/05	2,747.53	...	-1,713.72	Sale [26]
	100.000	1,033.81	10/04/05	2,815.42	...	-1,781.61	Sale [26]
	100.000	1,033.81	10/26/05	2,403.66	...	-1,369.85	Sale [26]
	100.000	1,033.81	11/04/05	2,316.84	...	-1,283.03	Sale [26]
	200.000	2,067.62	05/01/08	7,640.61	...	-5,572.99	Sale [26]

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Proceeds Not Reported to the IRS
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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
CENOVUS ENERGY INCORPORATED (CANADA) / CUSIP: 15135U109 / Symbol: CVE (cont'd)							
	200.000	*2,067.62*	*07/08/08*	*8,013.17*	...	*-5,945.55*	*Sale* [26]
02/12/16	1,200.000	12,405.73	Various	35,483.98	...	-23,078.25	Total of 10 transactions
CULLEN FROST ERS INCORPORATED / CUSIP: 229899109 / Symbol: CFR							
	6 transactions for 02/08/16						
	200.000	*9,274.73*	*09/08/04*	*9,346.95*	...	*-72.22*	*Sale* [26]
	300.000	*13,912.09*	*09/08/04*	*13,999.55*	...	*-87.46*	*Sale* [26]
	200.000	*9,274.73*	*04/11/07*	*10,316.88*	...	*-1,042.15*	*Sale* [26]
	200.000	*9,274.73*	*07/30/08*	*10,799.26*	...	*-1,524.53*	*Sale* [26]
	100.000	*4,637.36*	*05/04/10*	*6,002.00*	...	*-1,364.64*	*Sale* [26]
	200.000	*9,274.73*	*07/30/12*	*11,229.25*	...	*-1,954.52*	*Sale* [26]
02/08/16	1,200.000	55,648.37	Various	61,693.89	...	-6,045.52	Total of 6 transactions
DANA INCORPORATED / CUSIP: 235825205 / Symbol: DAN							
	3 transactions for 03/04/16						
	100.000	*1,272.74*	*12/15/10*	*1,749.31*	...	*-476.57*	*Sale* [26]
	100.000	*1,272.74*	*12/28/10*	*1,770.78*	...	*-498.04*	*Sale* [26]
	200.000	*2,545.49*	*01/19/11*	*3,719.23*	...	*-1,173.74*	*Sale* [26]
03/04/16	400.000	5,090.97	Various	7,239.32	...	-2,148.35	Total of 3 transactions
DEVON ENERGY CORPORATION NEW / CUSIP: 25179M103 / Symbol: DVN							
02/17/16	300.000	5,830.32	06/16/14	23,621.70	...	-17,791.38	Sale [26]
FIRSTENERGY CORPORATION / CUSIP: 337932107 / Symbol: FE							
	2 transactions for 02/11/16						
	66.700	*2,160.38*	*05/03/07*	*5,526.00*	...	*-3,365.62*	*Sale* [26]
	133.300	*4,317.52*	*12/11/07*	*12,471.01*	...	*-8,153.49*	*Sale* [26]
02/11/16	200.000	6,477.90	Various	17,997.01	...	-11,519.11	Total of 2 transactions

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
FORD MTR COMPANY DEL COM PAR $0.01 / CUSIP: 345370860 / Symbol: F							
	8 transactions for 02/01/16						
	200.000	2,381.56	03/16/10	2,786.76	...	-405.20	Sale [26]
	200.000	2,381.56	04/23/10	2,924.55	...	-542.99	Sale [26]
	200.000	2,381.56	04/30/10	2,691.52	...	-309.96	Sale [26]
	200.000	2,381.56	05/04/10	2,650.99	...	-269.43	Sale [26]
	200.000	2,381.56	07/25/13	3,499.65	...	-1,118.09	Sale [26]
	200.000	2,381.56	08/15/13	3,387.83	...	-1,006.27	Sale [26]
	300.000	3,572.34	10/07/13	5,160.35	...	-1,588.01	Sale [26]
	500.000	5,953.90	09/22/14	8,290.15	...	-2,336.25	Sale [26]
02/01/16	2,000.000	23,815.60	Various	31,391.80	...	-7,576.20	Total of 8 transactions
FRONTIER COMMUNICATIONS CORPORATION / CUSIP: 35906A108 / Symbol: FTR							
	11 transactions for 02/04/16						
	617.151	2,923.50	05/07/04	2,283.09	...	640.41	Sale [26]
	240.040	1,137.09	01/05/07	1,960.19	...	-823.10	Sale [26]
	48.008	227.42	02/09/07	396.28	...	-168.86	Sale [26]
	120.020	568.54	02/15/07	1,008.99	...	-440.45	Sale [26]
	54.729	259.26	05/17/07	511.83	...	-252.57	Sale [26]
	48.008	227.42	08/28/07	447.48	...	-220.06	Sale [26]
	48.008	227.42	08/28/07	449.51	...	-222.09	Sale [26]
	24.004	113.71	08/30/07	223.84	...	-110.13	Sale [26]
	24.004	113.71	09/14/07	227.37	...	-113.66	Sale [26]
	120.020	568.54	02/07/08	950.92	...	-382.38	Sale [26]
	48.008	227.42	02/14/08	399.85	...	-172.43	Sale [26]
02/04/16	1,392.000	6,594.03	Various	8,859.35	...	-2,265.32	Total of 11 transactions

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
PROSPERITY BANCSHARES INCORPORATED / CUSIP: 743606105 / Symbol: PB							
	7 transactions for 02/08/16						
	200.000	*7,868.50*	*07/31/06*	*7,173.13*	...	*695.37*	*Sale* [26]
	200.000	*7,868.49*	*10/25/06*	*7,097.70*	...	*770.79*	*Sale* [26]
	200.000	*7,868.49*	*01/04/10*	*8,084.29*	...	*-215.80*	*Sale* [26]
	100.000	*3,934.25*	*05/04/10*	*3,994.28*	...	*-60.03*	*Sale* [26]
	200.000	*7,868.49*	*01/07/11*	*7,939.60*	...	*-71.11*	*Sale* [26]
	100.000	*3,934.25*	*01/19/11*	*4,136.29*	...	*-202.04*	*Sale* [26]
	400.000	*15,736.98*	*01/26/12*	*16,411.34*	...	*-674.36*	*Sale* [26]
02/08/16	1,400.000	55,079.45	Various	54,836.63	...	242.82	Total of 7 transactions
STARWOOD HOTELS&RESORTS WRLDWD / CUSIP: 85590A401 / Symbol:							
	3 transactions for 03/22/16						
	365.000	*29,961.79*	*02/25/14*	*29,901.57*	...	*60.22*	*Sale* [26]
	425.000	*34,887.02*	*02/26/14*	*34,554.71*	...	*332.31*	*Sale* [26]
	110.000	*9,029.58*	*02/27/14*	*8,968.36*	...	*61.22*	*Sale* [26]
03/22/16	900.000	73,878.39	Various	73,424.64	...	453.75	Total of 3 transactions
TEXAS CAPITAL BANCSHARES INCORPORATED / CUSIP: 88224Q107 / Symbol: TCBI							
	2 transactions for 02/08/16						
	200.000	*6,377.92*	*09/12/12*	*9,448.80*	...	*-3,070.88*	*Sale* [26]
	200.000	*6,377.93*	*09/28/12*	*10,131.83*	...	*-3,753.90*	*Sale* [26]
02/08/16	400.000	12,755.85	Various	19,580.63	...	-6,824.78	Total of 2 transactions
WF & COMPANY NEW / CUSIP: 949746101 / Symbol: WFC							
	14 transactions for 03/03/16						
	19.910	*977.24*	*08/25/03*	*4,364.91*	...	*-3,387.67*	*Sale* [26]
	19.910	*977.24*	*01/28/04*	*4,720.00*	...	*-3,742.76*	*Sale* [26]

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LONG TERM TRANSACTIONS [Ordinary gains or losses are identified in the Additional information column]
Report on Form 8949, Part II, with Box F checked.

Description of property

Date sold or disposed	Quantity	Proceeds & Reported (G)ross or (N)et	Date acquired	Cost or other basis	Accrued mkt disc (D) & Wash sale loss disallowed (W)	Gain or loss(-) & Loss not allowed (X) also not reported (Z)	Additional information
WF & COMPANY NEW / CUSIP: 949746101 / Symbol: WFC (cont'd)							
	19.910	977.24	04/14/04	4,616.90	...	-3,639.66	Sale [26]
	39.820	1,954.48	11/08/04	10,423.91	...	-8,469.43	Sale [26]
	39.820	1,954.48	11/10/04	10,567.22	...	-8,612.74	Sale [26]
	39.820	1,954.48	11/16/04	10,643.92	...	-8,689.44	Sale [26]
	39.820	1,954.48	11/19/04	10,615.66	...	-8,661.18	Sale [26]
	19.170	940.92	02/16/05	5,356.24	...	-4,415.32	Sale [26]
	39.820	1,954.48	02/18/05	10,835.25	...	-8,880.77	Sale [26]
	200.000	9,816.57	07/30/12	6,897.98	...	2,918.59	Sale [26]
	200.000	9,816.56	08/22/12	7,034.15	...	2,782.41	Sale [26]
	200.000	9,816.56	01/07/13	7,044.00	...	2,772.56	Sale [26]
	222.000	10,896.38	07/16/13	9,664.85	...	1,231.53	Sale [26]
	200.000	9,816.56	08/27/13	2705.83 ~~8,322.55~~	...	1,494.01	Sale [26]
03/03/16	1,300.000	63,807.67	Various	~~111,107.54~~ 105490.92	...	~~-47,299.87~~ -41683.15	Total of 14 transactions
	Totals:	376,889.61		~~597,624.08~~ 592 008.26	...	~~-220,735.37~~ -215118.65	