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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation****or Section 4947(a)(1) Trust Treated as Private Foundation**

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

2016**Open to Public
Inspection****For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016**

Name of foundation CRISP SMITH MILLER TRUST	A Employer identification number 35-2337949				
	B Telephone number (see instructions) (855) 241-6645				
Number and street (or P O box number if mail is not delivered to street address) 1525 W WT HARRIS BLVD D1114-044		Room/suite			
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTE, NC 28262		C If exemption application is pending, check here ► <input type="checkbox"/>			
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 1,265,556		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>			
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc, received (attach schedule)					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		27,938	26,972		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		17,197			
b Gross sales price for all assets on line 6a 457,361					
7 Capital gain net income (from Part IV, line 2)			17,197		
8 Net short-term capital gain				0	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)		805			
12 Total. Add lines 1 through 11		45,940	44,169		
Revenue					
13 Compensation of officers, directors, trustees, etc		18,617	13,963		4,654
14 Other employee salaries and wages			0	0	0
15 Pension plans, employee benefits			0	0	
16a Legal fees (attach schedule)					0
b Accounting fees (attach schedule)		1,000	0	0	1,000
c Other professional fees (attach schedule)					0
17 Interest					0
18 Taxes (attach schedule) (see instructions)		496	496		0
19 Depreciation (attach schedule) and depletion		0	0		
20 Occupancy					
21 Travel, conferences, and meetings			0	0	
22 Printing and publications			0	0	
23 Other expenses (attach schedule)		5	5		
24 Total operating and administrative expenses.					
Add lines 13 through 23		20,118	14,464	0	5,654
25 Contributions, gifts, grants paid		62,000			62,000
26 Total expenses and disbursements. Add lines 24 and 25		82,118	14,464	0	67,654
Operating and Administrative Expenses					
27 Subtract line 26 from line 12		-36,178			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			29,705		
c Adjusted net income(if negative, enter -0-)				0	

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		383	454	454
	2 Savings and temporary cash investments		6,430	21,566	21,566
	3 Accounts receivable ►			0	0
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ► 0				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)		832,951	729,612	797,381
	c Investments—corporate bonds (attach schedule)		398,689	449,177	446,155
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				0
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		1,238,453	1,200,809	1,265,556
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable.				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		1,238,453	1,200,809	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)		1,238,453	1,200,809	
	31 Total liabilities and net assets/fund balances (see instructions)		1,238,453	1,200,809	

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	1,238,453
2	Enter amount from Part I, line 27a	2	-36,178
3	Other increases not included in line 2 (itemize) ► <input checked="" type="checkbox"/>	3	511
4	Add lines 1, 2, and 3	4	1,202,786
5	Decreases not included in line 2 (itemize) ► <input checked="" type="checkbox"/>	5	1,977
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,200,809

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Additional Data Table					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a See Additional Data Table					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a See Additional Data Table					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	17,197	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8				3	

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

 Yes No

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

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 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	67,851	1,351,215	0 050215
2014	62,781	1,418,700	0 044252
2013	52,054	1,328,365	0 039187
2012	44,968	1,167,855	0 038505
2011	26,582	924,936	0 028739
2 Total of line 1, column (d)			0 200898
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			0 04018
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			1,261,967
5 Multiply line 4 by line 3			50,706
6 Enter 1% of net investment income (1% of Part I, line 27b)			297
7 Add lines 5 and 6			51,003
8 Enter qualifying distributions from Part XIII, line 4			67,654

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	297
	Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	297
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	297
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	112
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	112
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	185
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ► 0	11	0
		Refunded	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b	Yes	No
	<i>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</i>			
c	Did the foundation file Form 1120-POL for this year?	1c	Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
(1)	On the foundation ► \$ _____	(2)	On foundation managers ► \$ _____	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	Yes	No
	<i>If "Yes," attach a detailed description of the activities</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	Yes	No
	<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either	6	Yes	
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions			
	that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► NJ			
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? <i>If "No," attach explanation</i>	8b	Yes	
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)?	9	Yes	No
	<i>If "Yes," complete Part XIV</i>			
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	Yes	No

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 No

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions). 12 No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes

Website address ►

14 The books are in care of ►WELLS FARGO BANK NA Telephone no ►(855) 241-6645

Located at ►100 NORTH MAIN STREET D4001-065 WINSTON SALEM NC

ZIP+4 ►27101

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

16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No

See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? □ Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? □ Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? □ Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? □ Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? □ Yes No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). □ Yes No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► □ 1b No

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 No

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? If "Yes," list the years ► 20____, 20____, 20____, 20____ □ Yes No

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) 2b No

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? □ Yes No

b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016). 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a No

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 No

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

5a	During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, (e) other allowances
WELLS FARGO BANK NA 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 28288	TRUSTEE 0	18,617		
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ►				0

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

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

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	1,226,489
b	Average of monthly cash balances.	1b	54,696
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,281,185
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	1,281,185
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	19,218
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,261,967
6	Minimum investment return. Enter 5% of line 5.	6	63,098

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign

Part XI organizations check here ► and do not complete this part)

1	Minimum investment return from Part X, line 6.	1	63,098
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	297
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	297
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	62,801
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	62,801
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	62,801

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	67,654
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	67,654
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	297
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	67,357
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				62,801
2 Undistributed income, if any, as of the end of 2016			62,770	
a Enter amount for 2015 only.			0	
b Total for prior years 2014, 2013, 2012			0	
3 Excess distributions carryover, if any, to 2016				
a From 2011.	0			
b From 2012.	0			
c From 2013.	0			
d From 2014.	0			
e From 2015.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 67,654			62,770	
a Applied to 2015, but not more than line 2a				
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.				4,884
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				57,917
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 (see instructions)	0			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2012.	0			
b Excess from 2013.	0			
c Excess from 2014.	0			
d Excess from 2015.	0			
e Excess from 2016.	0			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. ►			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization 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))
- 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

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 email address of the person to whom applications should be addressed
- b The form in which applications should be submitted and information and materials they should include
- c Any submission deadlines
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ANIMAL CARE FUND INC ATTN ROBERT REDMAN P O BOX A EAST SMITHFIELD, PA 18817	NONE	PC	GENERAL SUPPORT	15,500
HUNTERDON CNTY DISTRICT 576 STAMETS ROAD MILFORD, NJ 08848	NONE	PC	GENERAL SUPPORT	15,500
P E T A CO Tim Enstice 501 FRONT ST NORFOLK, VA 23510	NONE	PC	GENERAL SUPPORT	15,500
ANIMAL LEGAL DEFENSE FUND 170 E COTATI AVENUE COTATI, CA 94931	NONE	PC	GENERAL SUPPORT	15,500
Total			► 3a	62,000
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	27,938	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	17,197	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a EXCISE TAX REFUND			1	805	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).				45,940	
13 Total. Add line 12, columns (b), (d), and (e).			13		45,940

(See worksheet in line 13 instructions to verify calculations)

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

Part XVII

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

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)	No.
(2) Other assets.	1a(2)	No.

• Other transactions

(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
(3) Rental of facilities, equipment, or other assets.	1b(3)	No
(4) Reimbursement arrangements.	1b(4)	No
(5) Loans or loan guarantees.	1b(5)	No
(6) Performance of services or membership or fundraising solicitations.	1b(6)	No

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

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

Sign 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.

**Sign
Here**

* * * * *

2017-04-27

* * * * *

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 ► <input type="checkbox"/>	PTIN
	Firm's name ►				Firm's EIN ►
	Firm's address ►				Phone no

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
122 AQR MANAGED FUTURES STR-I #15213		2014-10-20	2016-01-21
5 AFFILIATED MANAGERS GROUP, INC COM		2014-02-25	2016-04-25
29 AMER CENT SMALL CAP GRWTH INST #336		2015-07-29	2016-04-22
1033 AMER CENT SMALL CAP GRWTH INST #336		2015-07-29	2016-05-12
5 ANHEUSER-BUSCH INBEV SPN ADR		2015-04-23	2016-01-04
45 ANHEUSER-BUSCH INBEV SPN ADR		2014-02-25	2016-01-04
15 APPLE INC		2015-09-01	2016-04-25
13 ARTISAN INTERNATIONAL FD INS #662		2015-11-16	2016-01-21
7 ARTISAN INTERNATIONAL FD INS #662		2015-11-16	2016-04-22
46 861 ARTISAN INTERNATIONAL FD INS #662		2015-11-16	2016-05-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
1,301		1,274	27
871		944	-73
365		436	-71
12,489		15,516	-3,027
609		613	-4
5,478		4,604	874
1,577		1,630	-53
338		379	-41
198		204	-6
1,311		1,367	-56

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			27
			-73
			-71
			-3,027
			-4
			874
			-53
			-41
			-6
			-56

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
168 139 ARTISAN INTERNATIONAL FD INS #662		2011-02-24	2016-05-12
657 ARTISAN INTERNATIONAL FD INS #662		2011-02-24	2016-08-22
3 ARTISAN MID CAP FUND-INS #1333		2015-07-29	2016-04-22
8 ARTISAN MID CAP FUND-INS #1333		2015-07-29	2016-05-12
132 ARTISAN MID CAP FUND-INS #1333		2015-07-29	2016-08-22
10 BERKSHIRE HATHAWAY INC		2015-09-01	2016-04-25
10 BERKSHIRE HATHAWAY INC		2016-08-24	2016-10-03
30 BERKSHIRE HATHAWAY INC		2014-02-25	2016-10-03
163 BLACKROCK GL L/S CREDIT-INS #1833		2015-10-27	2016-01-21
39 BLACKROCK GL L/S CREDIT-INS #1833		2015-10-27	2016-05-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
4,705		3,708	997
18,679		14,491	4,188
124		155	-31
327		413	-86
5,846		6,644	-798
1,457		1,311	146
1,437		1,483	-46
4,311		3,412	899
1,579		1,695	-116
381		406	-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			997
			4,188
			-31
			-86
			-798
			146
			-46
			899
			-116
			-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
10 BOEING CO		2014-02-25	2016-04-25
10 BOEING CO		2016-08-24	2016-10-03
5 CME GROUP INC		2016-01-25	2016-04-25
5 CME GROUP INC		2015-01-27	2016-04-25
10 CME GROUP INC		2016-08-24	2016-09-30
15 CME GROUP INC		2014-02-25	2016-09-30
10 CVS HEALTH CORPORATION		2015-09-01	2016-04-25
20 CELANESE CORP		2014-11-24	2016-04-25
20 CISCO SYSTEMS INC		2015-08-10	2016-04-25
10 CISCO SYSTEMS INC		2015-04-23	2016-04-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,305		1,267	38
1,312		1,333	-21
468		425	43
468		438	30
1,046		1,058	-12
1,568		1,099	469
1,017		1,005	12
1,410		1,222	188
562		572	-10
281		288	-7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			38
			-21
			43
			30
			-12
			469
			12
			188
			-10
			-7

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
25 CITIGROUP INC		2015-09-01	2016-04-25
5 CITIGROUP INC		2014-07-14	2016-04-25
10 COGNIZANT TECH SOLUTIONS CRP COM		2016-03-16	2016-04-25
25 COMCAST CORP CLASS A		2015-01-27	2016-04-25
188 CREDIT SUISSE COMM RET ST-I #2156		2014-01-23	2016-04-22
95 CREDIT SUISSE COMM RET ST-I #2156		2014-01-23	2016-05-12
2658 CREDIT SUISSE COMM RET ST-I #2156		2014-09-11	2016-08-22
5 CUMMINS INC		2014-07-14	2016-04-25
21 CUMMINS INC		2014-02-25	2016-08-24
29 CUMMINS INC		2015-09-01	2016-11-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
1,164		1,275	-111
233		243	-10
601		589	12
1,518		1,327	191
897		1,355	-458
464		685	-221
13,157		18,803	-5,646
574		765	-191
2,622		3,064	-442
3,796		4,070	-274

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-111
			-10
			12
			191
			-458
			-221
			-5,646
			-191
			-442
			-274

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
5 WALT DISNEY CO		2015-09-01	2016-02-05
20 WALT DISNEY CO		2014-02-25	2016-02-05
10 WALT DISNEY CO		2014-02-25	2016-04-25
80 247 DODGE & COX INT'L STOCK FD #1048		2015-11-16	2016-04-22
2 753 DODGE & COX INT'L STOCK FD #1048		2011-02-24	2016-04-22
117 DODGE & COX INT'L STOCK FD #1048		2011-02-24	2016-05-12
585 DODGE & COX INT'L STOCK FD #1048		2011-06-27	2016-08-22
628 424 DODGE & COX INCOME FD COM #147		2015-06-15	2016-01-21
217 576 DODGE & COX INCOME FD COM #147		2014-05-05	2016-01-21
137 DODGE & COX INCOME FD COM #147		2015-07-29	2016-04-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
468		500	-32
1,873		1,604	269
1,045		802	243
2,962		3,116	-154
102		100	2
4,056		4,231	-175
22,294		20,852	1,442
8,301		8,673	-372
2,874		3,011	-137
1,859		1,871	-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-32
			269
			243
			-154
			2
			-175
			1,442
			-372
			-137
			-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
1507 277 DODGE & COX INCOME FD COM #147		2015-07-29	2016-08-22
511 132 DODGE & COX INCOME FD COM #147		2016-05-16	2016-08-22
69 591 DODGE & COX INCOME FD COM #147		2015-08-22	2016-08-22
138 EATON VANCE GLOBAL MACRO - I #0088		2015-10-27	2016-01-21
216 FID ADV EMER MKTS INC- CL I #607		2014-05-15	2016-01-21
10 FID ADV EMER MKTS INC- CL I #607		2013-10-11	2016-04-22
25 FID ADV EMER MKTS INC- CL I #607		2013-10-11	2016-05-12
99 JP MORGAN MID CAP VALUE-I #758		2015-07-29	2016-04-22
5 JP MORGAN MID CAP VALUE-I #758		2015-07-29	2016-05-12
121 JP MORGAN MID CAP VALUE-I #758		2015-07-29	2016-08-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
21,011		20,512	499
7,125		6,977	148
970		952	18
1,234		1,264	-30
2,605		2,953	-348
131		136	-5
331		340	-9
3,533		3,770	-237
176		190	-14
4,515		4,554	-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			499
			148
			18
			-30
			-348
			-5
			-9
			-237
			-14
			-39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
5 GILEAD SCIENCES INC		2014-02-25	2016-04-25
5 GILEAD SCIENCES INC		2015-09-01	2016-04-25
20 GOLDMAN SACHS GROUP INC		2014-02-25	2016-06-10
15 HSBC - ADR		2015-09-01	2016-03-01
105 HSBC - ADR		2014-02-25	2016-03-01
15 HAIN CELESTIAL GROUP INC		2016-01-04	2016-04-25
25 JPMORGAN CHASE & CO		2015-09-01	2016-04-25
25 JPMORGAN CHASE & CO		2016-08-24	2016-09-30
10 JPMORGAN CHASE & CO		2015-09-01	2016-09-30
105 JOHNSON CONTROLS INC		2015-01-27	2016-04-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
510		419	91
510		510	
3,000		3,269	-269
484		573	-89
3,385		5,494	-2,109
633		597	36
1,585		1,541	44
1,665		1,648	17
666		616	50
4,378		5,189	-811

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			91
			-269
			-89
			-2,109
			36
			44
			17
			50
			-811

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
168 JPMORGAN HIGH YIELD FUND SS #3580		2013-12-24	2016-01-21
30 JPMORGAN HIGH YIELD FUND SS #3580		2013-12-24	2016-05-12
20 LAS VEGAS SANDS CORP		2014-09-10	2016-11-08
50 MANULIFE FINANCIAL CORP		2016-01-04	2016-04-25
5 MCKESSON CORP		2015-04-23	2016-06-13
58 MERGER FUND-INST #301		2011-02-24	2016-01-21
7 MERGER FUND-INST #301		2011-02-24	2016-05-12
1182 MET WEST TOTAL RETURN BOND CL I #512		2015-01-27	2016-01-21
1452 MET WEST TOTAL RETURN BOND CL I #512		2015-01-27	2016-08-22
15 MONSANTO CO NEW		2015-07-13	2016-04-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,109		1,383	-274
212		247	-35
1,180		1,259	-79
735		730	5
922		1,149	-227
866		924	-58
107		112	-5
12,636		13,037	-401
16,016		16,016	
1,406		1,628	-222

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-274
			-35
			-79
			5
			-227
			-58
			-5
			-401
			-222

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
10 MONSANTO CO NEW		2016-08-24	2016-12-08
60 MONSANTO CO NEW		2015-10-23	2016-12-08
142 ASG GLOBAL ALTERNATIVES-Y #1993		2013-07-12	2016-01-21
20 NESTLE S A REGISTERED SHARES - ADR		2015-09-01	2016-04-25
45 NESTLE S A REGISTERED SHARES - ADR		2014-02-25	2016-04-25
194 NEUBERGER BERMAN LONG SH-INS #1830		2014-07-10	2016-01-21
14 NEUBERGER BERMAN LONG SH-INS #1830		2014-07-10	2016-05-12
939 NEUBERGER BERMAN LONG SH-INS #1830		2014-07-10	2016-08-22
15 ORACLE CORPORATION		2015-09-01	2016-03-16
105 ORACLE CORPORATION		2014-02-25	2016-03-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,048		1,072	-24
6,289		6,443	-154
1,450		1,633	-183
1,479		1,450	29
3,328		3,380	-52
2,307		2,518	-211
178		182	-4
12,019		12,189	-170
605		543	62
4,237		4,022	215

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-24
			-154
			-183
			29
			-52
			-211
			-4
			-170
			62
			215

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
56 80436 OPPENHEIMER DEVELOPING MKT-I #799		2015-01-27	2016-04-22
85 19564 OPPENHEIMER DEVELOPING MKT-I #799		2015-01-27	2016-04-22
755 OPPENHEIMER DEVELOPING MKT-I #799		2015-07-29	2016-08-22
10 PNC FINANCIAL SERVICES GROUP		2015-05-27	2016-04-25
907 T ROWE PRICE SHORT TERM BD FD #55		2014-09-11	2016-01-21
4883 579 T ROWE PRICE SHORT TERM BD FD #55		2015-06-15	2016-04-22
2160 438 T ROWE PRICE SHORT TERM BD FD #55		2014-09-11	2016-04-22
111 T ROWE PRICE INST FLOAT RATE #170		2014-01-23	2016-01-21
16 T ROWE PRICE INST FLOAT RATE #170		2014-01-23	2016-05-12
50 T ROWE PRICE REAL ESTATE FD #122		2015-12-24	2016-01-21

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,773		2,032	-259
2,659		3,043	-384
25,066		25,401	-335
875		960	-85
4,272		4,342	-70
23,099		23,197	-98
10,219		10,273	-54
1,074		1,146	-72
159		165	-6
1,280		1,371	-91

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-259
			-384
			-335
			-85
			-70
			-98
			-54
			-72
			-6
			-91

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
10 T ROWE PRICE REAL ESTATE FD #122		2015-12-24	2016-04-22
46 T ROWE PRICE REAL ESTATE FD #122		2015-12-24	2016-05-12
189 SPDR DJ WILSHIRE INTERNATIONAL REAL		2015-07-24	2016-01-21
142 SPDR DJ WILSHIRE INTERNATIONAL REAL		2014-10-16	2016-01-21
70 SPDR DJ WILSHIRE INTERNATIONAL REAL		2013-07-10	2016-04-22
12 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-06-27	2016-05-12
253 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-06-27	2016-08-22
166 SPDR DJ WILSHIRE INTERNATIONAL REAL		2011-02-24	2016-10-07
15 SCHLUMBERGER LTD		2014-11-24	2016-04-25
21 STERLING CAPITAL STRATTON SMALL CAP		2014-07-10	2016-04-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
280		274	6
1,318		1,261	57
6,715		7,937	-1,222
5,045		5,745	-700
2,937		2,753	184
503		469	34
10,749		9,854	895
6,557		6,422	135
1,173		1,478	-305
1,507		1,623	-116

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			6
			57
			-1,222
			-700
			184
			34
			895
			135
			-305
			-116

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
183 STERLING CAPITAL STRATTON SMALL CAP		2014-07-10	2016-05-12
50 SUNCOR ENERGY INC NEW F		2015-07-30	2016-04-25
15 SUNCOR ENERGY INC NEW F		2016-08-24	2016-09-30
25 TJX COMPANIES INC		2014-02-25	2016-01-25
10 TJX COMPANIES INC		2015-01-27	2016-01-25
10 TJX COMPANIES INC		2015-09-01	2016-01-25
10 TARGET CORP		2014-02-25	2016-04-25
5 THERMO FISHER SCIENTIFIC INC		2014-02-25	2016-04-25
20 TOTAL S A - ADR		2014-02-25	2016-04-25
15 UNION PACIFIC CORP		2015-04-23	2016-04-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (h) plus expense of sale	(h) (e) plus (f) minus (g)
13,094		14,140	-1,046
1,413		1,409	4
420		421	-1
1,717		1,525	192
687		684	3
687		695	-8
824		565	259
733		618	115
979		1,271	-292
1,313		1,437	-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-1,046
			4
			-1
			192
			3
			-8
			259
			115
			-292
			-124

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
10 UNITEDHEALTH GROUP INC			2015-09-01	2016-04-25
5 UNITEDHEALTH GROUP INC			2014-07-14	2016-04-25
41 VANGUARD REIT VIPER			2015-07-24	2016-01-21
12 VANGUARD REIT VIPER			2015-07-24	2016-04-22
23 VANGUARD REIT VIPER			2015-07-24	2016-05-12
309 VANGUARD REIT VIPER			2015-07-24	2016-08-22
203 VANGUARD REIT VIPER			2010-12-28	2016-10-07
10 EATON CORP PLC			2014-07-14	2016-04-25
CAPITAL GAIN DIVIDENDS		P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis (g) plus expense of sale	(h) (e) plus (f) minus (g)
1,332		1,127	205
666		423	243
3,035		3,174	-139
978		929	49
1,945		1,472	473
27,395		16,696	10,699
16,659		10,338	6,321
621		760	-139
			10,016

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			205
			243
			-139
			49
			473
			10,699
			6,321
			-139

TY 2016 Accounting Fees Schedule

Name: CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,000			1,000

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491129000207
<h1>TY 2016 Compensation Explanation</h1>		
Name: CRISP SMITH MILLER TRUST		
EIN: 35-2337949		
Person Name	Explanation	
WELLS FARGO BANK NA	SEE ATTACHED FOOTNOTE	

TY 2016 Investments Corporate Bonds Schedule

Name: CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Name of Bond	End of Year Book Value	End of Year Fair Market Value
256210105 DODGE & COX INCOME F	88,819	91,736
77957P105 T ROWE PRICE SHORT T		
315920702 FID ADV EMER MKTS IN	61,891	62,901
4812C0803 JPMORGAN HIGH YIELD	56,098	55,696
77958B402 T ROWE PRICE INST FL	23,161	23,158
091936732 BLACKROCK GL L/S CRE	47,286	46,720
592905509 MET WEST TOTAL RETUR	158,855	153,384
922031737 VANGUARD INFLAT-PROT	13,067	12,560

TY 2016 Investments Corporate Stock Schedule**Name:** CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Name of Stock	End of Year Book Value	End of Year Fair Market Value
339128100 JP MORGAN MID CAP VA	37,159	51,506
256206103 DODGE & COX INT'L ST	23,520	32,868
922908553 VANGUARD REIT VIPER	3,921	6,355
22544R305 CREDIT SUISSE COMM R	15,918	13,419
78463X863 SPDR DJ WILSHIRE INT	18,174	17,210
04314H600 ARTISAN MID CAP FUND	47,032	46,727
277923728 EATON VANCE GLOBAL M	39,524	39,224
63872T885 ASG GLOBAL ALTERNATI	26,113	23,869
00203H859 AQR MANAGED FUTURES	39,452	35,753
008252108 AFFILIATED MANAGERS	7,700	7,265
03524A108 ANHEUSER-BUSCH INBEV		
037833100 APPLE INC	12,659	17,836
084670702 BERKSHIRE HATHAWAY I	3,412	4,889
09247X101 BLACKROCK INC	5,410	6,089
097023105 BOEING CO	7,523	9,341
12572Q105 CME GROUP INC	3,664	5,768
126650100 CVS HEALTH CORPORATI	6,373	6,707
150870103 CELANESE CORP	5,940	8,268
17275R102 CISCO SYSTEMS INC	7,628	9,822
172967424 CITIGROUP INC.	7,572	9,806
20030N101 COMCAST CORP CLASS A	7,791	10,012
231021106 CUMMINS INC.		
25243Q205 DIAGEO PLC - ADR	5,917	5,197
254687106 WALT DISNEY CO	4,966	6,253
375558103 GILEAD SCIENCES INC	4,139	3,581
38141G104 GOLDMAN SACHS GROUP		
404280406 HSBC - ADR		
46625H100 JPMORGAN CHASE & CO	6,897	10,355
478366107 JOHNSON CONTROLS INC		
517834107 LAS VEGAS SANDS CORP	5,651	5,341

Name of Stock	End of Year Book Value	End of Year Fair Market Value
58155Q103 MCKESSON CORP	6,972	5,618
589509207 MERGER FUND-INST #30	23,186	23,129
594918104 MICROSOFT CORP	10,598	14,603
641069406 NESTLE S.A. REGISTER		
64128R608 NEUBERGER BERMAN LON	33,246	33,096
68389X105 ORACLE CORPORATION		
683974604 OPPENHEIMER DEVELOPI	37,605	37,520
806857108 SCHLUMBERGER LTD	9,226	8,815
872540109 TJX COMPANIES INC	3,051	3,757
87612E106 TARGET CORP	5,027	6,140
883556102 THERMO FISHER SCIENT	5,071	5,644
89151E109 TOTAL S.A. - ADR	7,046	6,626
907818108 UNION PACIFIC CORP	8,460	9,850
911312106 UNITED PARCEL SERVIC	4,367	5,159
91324P102 UNITEDHEALTH GROUP I	6,661	12,003
G29183103 EATON CORP PLC	4,929	4,696
02079K107 ALPHABET INC CL C	10,523	13,121
025083320 AMER CENT SMALL CAP	27,288	27,530
03076C106 AMERIPRISE FINL INC	7,408	7,211
04314H402 ARTISAN INTERNATIONA	24,868	29,548
61166W101 MONSANTO CO NEW		
693475105 PNC FINANCIAL SERVIC	7,324	9,357
771195104 ROCHE HOLDINGS LTD -	8,304	7,133
779919109 T ROWE PRICE REAL ES	35,976	37,391
85917K546 STERLING CAPITAL STR	25,444	28,059
867224107 SUNCOR ENERGY INC NE	8,034	9,480
00888Y508 INV BALANCE RISK COM	13,128	12,900
072730302 BAYER AG - ADR	3,956	4,171
192446102 COGNIZANT TECH SOLUT	8,481	8,405
405217100 HAIN CELESTIAL GROUP	3,703	3,903

Name of Stock	End of Year Book Value	End of Year Fair Market Value
532457108 ELI LILLY & CO COM	4,974	4,781
56501R106 MANULIFE FINANCIAL C	6,198	7,752
58933Y105 MERCK & CO INC NEW	5,962	6,476
848574109 SPIRIT AEROSYTSEMS H	4,295	5,543
H84989104 TE CONNECTIVITY LTD	4,246	4,503

TY 2016 Other Decreases Schedule

Name: CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	862
ROC BASIS ADJUSTMENT	765
DISALLOWED WASH SALES	344
ROUNDING	6

TY 2016 Other Expenses Schedule

Name: CRISP SMITH MILLER TRUST
EIN: 35-2337949

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADR FEES	5	5		0

TY 2016 Other Income Schedule

Name: CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
EXCISE TAX REFUND	805	0	

TY 2016 Other Increases Schedule

Name: CRISP SMITH MILLER TRUST

EIN: 35-2337949

Description	Amount
MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	511

TY 2016 Taxes Schedule

Name: CRISP SMITH MILLER TRUST**EIN:** 35-2337949

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	312	312		0
FOREIGN TAXES ON QUALIFIED FOR	115	115		0
FOREIGN TAXES ON NONQUALIFIED	69	69		0