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EXTENDED TO NOVEMBER 15, 2017

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

PETER & PAULA FASSEAS FOUNDATION
C/O PETER FASSEAS

A Employer identification number

36-4010374

Number and street (or P.O. box number if mail is not delivered to street address)

1933 MARCEY STREET

Room/suite

B Telephone number

773-244-7022

City or town, state or province, country, and ZIP or foreign postal code

CHICAGO, IL 60614

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 changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

Fair market value of all assets at end of year

(from Part II, col (c), line 16)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify) _____

\$ 47,543,889. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		75,365.	75,365.		STATEMENT 1
4 Dividends and interest from securities		509,649.	509,649.		STATEMENT 2
5a Gross rents		239,782.	239,782.		STATEMENT 3
b Net rental income or (loss) 175,742.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		3,050,045.			
b Gross sales price for all assets on line 6a 10,855,074.					
7 Capital gain net income (from Part IV, line 2)			3,050,045.		
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		510,242.	23,787.		STATEMENT 5
12 Total Add lines 1 through 11		4,385,083.	3,898,628.		
13 Compensation of officers, directors, trustees, etc		120,000.	0.		120,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 6		86,443.	43,222.		43,221.
b Accounting fees STMT 7		13,800.	6,900.		6,900.
c Other professional fees STMT 8		17,447.	17,447.		0.
17 Interest					
18 Taxes STMT 9		78,736.	43,708.		28.
19 Depreciation and depletion		64,040.	64,040.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 10		49,349.	475.		48,874.
24 Total operating and administrative expenses. Add lines 13 through 23		429,815.	175,792.		219,023.
25 Contributions, gifts, grants paid		1,958,084.			1,958,084.
26 Total expenses and disbursements Add lines 24 and 25		2,387,899.	175,792.		2,177,107.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,997,184.			
b Net investment income (if negative, enter -0-)			3,722,836.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		3,140,797.	3,036,545.	3,036,545.
	3	Accounts receivable ▶ 2,333,602.				
		Less: allowance for doubtful accounts ▶			2,333,602.	2,333,602.
	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 12	25,301,681.	24,582,968.	33,322,401.	
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶ 2,772,561.				
	Less accumulated depreciation STMT 13 ▶ 600,375.	2,236,226.	2,172,186.	2,172,186.		
12	Investments - mortgage loans					
13	Investments - other STMT 14	6,124,589.	6,679,155.	6,679,155.		
14	Land, buildings, and equipment: basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	36,803,293.	38,804,456.	47,543,889.		
Liabilities	17	Accounts payable and accrued expenses		1,125.		
	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.	1,125.		
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	0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	36,803,293.	38,803,331.			
30	Total net assets or fund balances	36,803,293.	38,803,331.			
31	Total liabilities and net assets/fund balances	36,803,293.	38,804,456.			

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	36,803,293.
2	Enter amount from Part I, line 27a	2	1,997,184.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	2,854.
4	Add lines 1, 2, and 3	4	38,803,331.
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	38,803,331.

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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 FIDELITY PUBLICLY TRADED SECURITIES	P	01/01/10	12/31/16
b AMERITRADE	P	01/01/16	12/31/16
c AMERITRADE	P	01/01/10	12/31/16
d AMERITRADE	P	01/01/10	12/31/16
e CAPITAL GAINS DIVIDENDS			

(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 1,042,866.		930,293.	112,573.
b 2,322,771.		2,055,616.	267,155.
c 934.			934.
d 6,752,207.		4,819,120.	1,933,087.
e 736,296.			736,296.

(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			112,573.
b			267,155.
c			934.
d			1,933,087.
e			736,296.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	3,050,045.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	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	2,149,738.	46,786,271.	.045948
2014	656,406.	42,834,380.	.015324
2013	313,672.	36,210,021.	.008663
2012	395,474.	30,325,421.	.013041
2011	1,346,829.	26,268,811.	.051271

2 Total of line 1, column (d)	2	.134247
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	.026849
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	44,829,571.
5 Multiply line 4 by line 3	5	1,203,629.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,228.
7 Add lines 5 and 6	7	1,240,857.
8 Enter qualifying distributions from Part XII, line 4	8	2,177,107.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	37,228.
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	37,228.
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	37,228.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	65,845.	
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	65,845.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	28,617.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 28,617. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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? Website address ► N/A	13	X
14 The books are in care of ► GEORGE D. KARCAZES Telephone no. ► 773-244-7022 Located at ► 1933 MARCEY STREET, CHICAGO, IL ZIP+4 ► 60614		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PETER A. FASSEAS	PRESIDENT			
1555 NORTH ASTOR STREET				
CHICAGO, IL 60610	0.10	0.	0.	0.
PAULA FASSEAS	DIRECTOR			
1555 NORTH ASTOR STREET				
CHICAGO, IL 60610	0.10	0.	0.	0.
ALEXIS FASSEAS	DIRECTOR			
1555 NORTH ASTOR STREET				
CHICAGO, IL 60610	40.00	120,000.	0.	0.
DREW FASSEAS	DIRECTOR			
1555 NORTH ASTOR STREET				
CHICAGO, IL 60610	0.10	0.	0.	0.

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

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

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

0

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Part 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	36,365,078.
b Average of monthly cash balances	1b	157,008.
c Fair market value of all other assets	1c	8,990,169.
d Total (add lines 1a, b, and c)	1d	45,512,255.
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	45,512,255.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	682,684.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	44,829,571.
6 - Minimum investment return. Enter 5% of line 5	6	2,241,479.

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	2,241,479.
2a Tax on investment income for 2016 from Part VI, line 5	2a	37,228.
b Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	37,228.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,204,251.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,204,251.
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	2,204,251.

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	2,177,107.
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	2,177,107.
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	37,228.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	2,139,879.

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.

PETER & PAULA FASSEAS FOUNDATION
C/O PETER FASSEAS

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				2,204,251.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			2,024,475.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$ 2,177,107.				
a Applied to 2015, but not more than line 2a			2,024,475.	
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				152,632.
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 instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				2,051,619.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

PETER & PAULA FASSEAS FOUNDATION

Form 990-PF (2016)

C/O PETER FASSEAS

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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				
ANIMAL ZONE INTERNATIONAL P.O. BOX 1039 NEW YORK, NY 10003		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	5,000.
ANIXTER CENTER 2001 N. CLYBOURN AVE., 3RD FLOOR CHICAGO, IL 60614		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	4,000.
BETHESDA LUTHERN COMMUNITIES 600 HOFFMANN DR. WATERTOWN, WI 53094		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	500.
BETTER GOVERNMENT ASSOCIATION 223 W JACKSON BLVD CHICAGO, IL 60606		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	5,000.
BOYS AND GIRLS CLUB OF CHICAGO 550 W VAN BUREN STREET CHICAGO, IL 60607		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	16,334.
Total SEE CONTINUATION SHEET(S) ▶ 3a				1,958,084.
b Approved for future payment				
NONE				
Total ▶ 3b				0

Form 990-PF (2016)

Part XVII

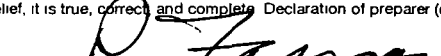
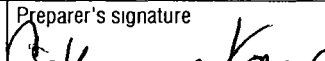
Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	 Signature of officer or trustee		6/12/17 Date		PRESIDENT Title		
Paid Preparer Use Only	Print/Type preparer's name CATHERINE M. KANE		Preparer's signature 		Date 06/06/17	Check <input type="checkbox"/> if self-employed	PTIN P00404366
	Firm's name ▶ CLIFTONLARSONALLEN LLP					Firm's EIN ▶ 41-0746749	
	Firm's address ▶ 1301 W. 22ND ST, STE 1100 OAK BROOK, IL 60523					Phone no. (630) 573-8600	

Form **990-PF** (2016)

PETER & PAULA FASSEAS FOUNDATION
C/O PETER FASSEAS

36-4010374

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
BRIGHAM AND WOMENS HOSPITAL 75 FRANCIS ST BOSTON, MA 02115		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	50,000.
CENTRAL ILLINOIS SMALL ANIMAL RESCUE 29738 E 1400 NORTH RD COLFAX, IL 61728		OC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,500.
CHICAGO BASEBALL CANCER CHARITIES 1623 ROBIN LANE GLENVIEW, IL 60025		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,000.
CHICAGO CITY DAY SCHOOL 541 W. HAWTHORNE PL CHICAGO, IL 60657		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	9,500.
CHICAGO DANCING COMPANY PO BOX 101043 CHICAGO, IL 60610		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	10,000.
CHICAGO HUMANITIES FESTIVAL 500 N DEARBORN ST #825 CHICAGO, IL 60654		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	5,000.
CITY OF HOPE 20 N UPPER WACKER DR #1530 CHICAGO, IL 60606		GOV	UNRESTRICTED GENERAL OPERATING SUPPORT	25,000.
CULVER ACADEMIES 1300 ACADEMY ROAD #132 CULVER, IN 46511		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	262,500.
EVERSIGHT INC 2479 E BAYSHORE RD #175 PALO ALTO, CA 94303		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,000.
HELLENIC FOUNDATION 6251-53 W. TOUGY AVE CHICAGO, IL 60646		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	4,000.
Total from continuation sheets				1,927,250.

PETER & PAULA FASSEAS FOUNDATION
C/O PETER FASSEAS

36-4010374

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HIPPOCRATIC CANCER RESEARCH FOUNDATION 676 NORTH ST. CLAIR SUITE 1200 CHICAGO, IL 60611		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,500.
IMERMAN ANGELS 205 W RANDOLPH, 19TH FLOOR CHICAGO, IL 60606		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	4,000.
LOOKINGGLASS THEATRE COMPANY 821 NORTH MICHIGAN AVENUE CHICAGO, IL 60611		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	10,000.
MICHIGAN HUMANE SOCIETY 7401 CHRYSLER DRIVE DETROIT, MI 48211		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	2,500.
OASIS SANCTUARY FOUNDATION LTD 5411 N TERAN RD BENSON, AZ 85602		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,000.
PAWS CHICAGO 3516 W. 26TH STREET CHICAGO, IL 60623		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,519,250.
RIDERS THEATRE 2083 LAWRENCEVILLE ROAD LAWRENCEVILLE, NJ 08648		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	9,000.
SHEDD AQUARIUM 1200 S LAKE SHORE DR CHICAGO, IL 60605		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	500.
ST. DEMETRIOS GREEK ORTHODOX CHURCH 2504 CUB HILL RD. PARKVILLE, MD 21234		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	1,000.
THE H FOUNDATION 60 SOUTH LA GRANGE RD LA GRANGE, IL 60525		PC	UNRESTRICTED GENERAL OPERATING SUPPORT	5,000.
Total from continuation sheets				

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3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

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
AMERIGAS PARTNERS, L.P.	1,253.	1,253.	
AMERITRADE	384.	384.	
ESPERANZA AZ, LLC	73,693.	73,693.	
FIDELITY	4.	4.	
NORTH COMMUNITY BANK	31.	31.	
TOTAL TO PART I, LINE 3	75,365.	75,365.	

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
AMERITRADE DIVIDENDS	1,206,144.	736,296.	469,848.	469,848.	
FIDELITY DIVIDENDS	39,801.	0.	39,801.	39,801.	
TO PART I, LINE 4	1,245,945.	736,296.	509,649.	509,649.	

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL BUILDING	1	239,782.
TOTAL TO FORM 990-PF, PART I, LINE 5A		239,782.

FORM 990-PF	RENTAL EXPENSES	STATEMENT	4
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DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		64,040.	
- SUBTOTAL -	1		64,040.
TOTAL RENTAL EXPENSES			64,040.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			175,742.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ESPERANZA AZ, LLC - ORDINARY INCOME	351,927.	-408.	
AMERIGAS PARTNERS, L.P.	-27,539.	-551.	
HARRIS ASSOCIATES GLOBAL, L.P.	185,854.	24,746.	
TOTAL TO FORM 990-PF, PART I, LINE 11	510,242.	23,787.	

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	86,443.	43,222.		43,221.
TO FM 990-PF, PG 1, LN 16A	86,443.	43,222.		43,221.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	13,800.	6,900.		6,900.	
TO FORM 990-PF, PG 1, LN 16B	13,800.	6,900.		6,900.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY	17,447.	17,447.		0.	
TO FORM 990-PF, PG 1, LN 16C	17,447.	17,447.		0.	

FORM 990-PF	TAXES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
IL CHARITY BUREAU	28.	0.		28.	
RE TAXES	38,097.	38,097.		0.	
FEDERAL TAXES	35,000.	0.		0.	
FOREIGN TAXES	5,611.	5,611.		0.	
TO FORM 990-PF, PG 1, LN 18	78,736.	43,708.		28.	

FORM 990-PF	OTHER EXPENSES			STATEMENT 10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	11,200.	0.		11,200.
INSURANCE	475.	475.		0.
MEALS & TRAVEL	31,841.	0.		31,841.
LAWN CARE	4,800.	0.		4,800.
COMCAST INTERNET/UTILITIES	1,033.	0.		1,033.
TO FORM 990-PF, PG 1, LN 23	49,349.	475.		48,874.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 11
DESCRIPTION		AMOUNT
DIFFERENCE BETWEEN FMV & BASIS ON STOCK CONTRIBUTED TO PAWS		2,854.
TOTAL TO FORM 990-PF, PART III, LINE 3		2,854.

FORM 990-PF	CORPORATE STOCK	STATEMENT 12
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY SECURITIES -- SEE ATTACHMENT	1,864,196.	2,170,328.
AMERITRADE SECURITIES -- SEE ATTACHMENT	22,718,772.	31,152,073.
TOTAL TO FORM 990-PF, PART II, LINE 10B	24,582,968.	33,322,401.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT		STATEMENT 13
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
BUILDING	2,497,561.	600,375.	1,897,186.
LAND	275,000.	0.	275,000.
TOTAL TO FM 990-PF, PART II, LN 11	2,772,561.	600,375.	2,172,186.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THREE OAKS MI	COST	297,495.	297,495.
ESPERANZA AZ, LLC	COST	4,608,977.	4,608,977.
AMERIGAS PARTNERS, L.P.	COST	155,810.	155,810.
HARRIS ASSOCIATES GLOBAL, L.P.	COST	1,616,873.	1,616,873.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,679,155.	6,679,155.

Statement for Account # 778-058226

12/01/16 - 12/31/16

Online Cash Services Summary

Description	Current	Year To Date
DEBITS		
Checks Paid	\$ (500,000.00)	\$ (1,121,183.08)
Subtotal	(500,000.00)	(1,121,183.08)
TOTAL	(500,000.00)	(1,121,183.08)

Income Summary Detail*

Description	Current	Year to Date
Ordinary Dividends	\$ 138,353.96	\$ 198,915.10
Interest Income Credit Balance	0.21	0.23
Short Term Capital Gains	25,491.72	25,491.72
Long Term Capital Gains	603,615.30	736,296.12
Partnership Distributions	0.00	29,920.00
Qualified Dividends	46,050.00	244,383.05
IDA Interest	24.08	384.17

*This section displays current and year to date taxation values for this account. The current totals may not equal to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.

Account Positions

Investment Description	Symbol/ CUSIP	Current Price	Quantity	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
ABBOTT LABS COM	ABT	\$ 38.41	5,000	\$ 192,050.00	11/30/16	\$ 191,934.99	\$ 38.39	\$ 115.01	\$ 5,300.00	2.8%
ALLERGAN PLC COM	AGN	210.01	1,000	210,010.00	06/06/16	221,054.98	221.06	(11,044.98)	2,800.00	1.3%
AMERIGAS PARTNERS-LP COM	APU	47.92	8,000	383,360.00	09/03/13	338,304.89	42.29	45,055.11	30,080.00	7.8%
AMGEN INC COM	AMGN	146.21	1,000	146,210.00	11/02/16	139,810.68	139.81	6,399.32	4,600.00	3.1%
APPLE INC COM	AAPL	115.82	500	57,910.00	09/27/16	56,489.99	112.98	1,420.01	1,140.00	2.0%
BANK OF AMERICA CORP COM	BAC	22.10	30,000	663,000.00	11/13/09	394,549.44	13.15	268,450.56	9,000.00	1.4%
BIOGEN INC COM	BIIB	283.58	1,000	283,580.00	08/21/15	284,948.60	284.95	(1,368.60)	-	-

Statement for Account # 778-058226

12/01/16 - 12/31/16

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
BRISTOL-MYERS SQUIBB CM	BMYY	5,000	58.44	292,200.00	08/10/16	276,497.07	55.30	15,702.93	7,800.00	2.7%
CELGENE CORP COM	CELG	1,000	115.75	115,750.00	11/24/15	112,019.99	112.02	3,730.01	-	-
COMPASS MINERALS INTERNATIONAL COM	CMP	1,000	78.35	78,350.00	07/21/16	72,040.01	72.04	6,309.99	2,780.00	3.5%
GENERAL ELECTRIC CO COM	GE	10,000	31.60	316,000.00	-	-	-	-	9,600.00	3.0%
GILEAD SCIENCES INC COM	GILD	4,000	71.61	286,440.00	12/22/14	338,566.91	84.64	(52,126.91)	7,520.00	2.6%
GLAXO SMITHKLINE PLC ADR	GSK	10,000	38.51	385,100.00	06/03/14	500,614.09	50.06	(115,514.09)	20,670.00	5.4%
ISHARES NASDAQ BIOTECHNOLOGY ETF	IBB	2,500	265.38	663,450.00	01/07/16	667,476.59	266.99	(4,026.59)	1,232.50	0.2%
JP MORGAN CHASE & CO COM	JPM	8,000	86.29	690,320.00	02/08/16	441,023.81	55.13	249,296.19	15,360.00	2.2%
JUNO THERAPEUTICS INC COM	JUNO	2,000	18.85	37,700.00	01/29/16	54,654.19	27.33	(16,954.19)	-	-
KINDER MORGAN INC COM	KMI	15,000	20.71	310,650.00	02/13/14	433,179.97	28.88	(122,529.97)	7,500.00	2.4%
LULULEMON ATHLETICA INC COM	LULU	3,000	64.99	194,970.00	07/14/16	215,027.47	71.68	(20,057.47)	-	-
MICROSOFT CORP COM	MSFT	10,000	62.14	621,400.00	-	-	-	-	15,600.00	2.5%
PFIZER INC COM	PFE	50,000	32.48	1,624,000.00	-	-	-	-	64,000.00	3.9%
REGENERON PHARMACEUTICALS INC COM	REGN	500	367.09	183,545.00	05/16/16	195,008.94	390.02	(11,464.94)	-	-

Statement for Account # 778-058226

12/01/16 - 12/31/16

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Stocks - Margin										
ROYAL DUTCH SHELL PLC	RDS B	10,000	57.97	579,700.00	08/26/15	511,971.86	51.20	67,728.14	37,600.00	6.5%
ADR CLASS B SOUTHWESTERN ENERGY CO COM	SWN	40,000	10.82	432,800.00	03/23/15	618,529.62	15.46	(185,729.62)	-	-
SPDR GOLD TR GOLD SHS ETF	GLD	2,000	109.61	219,220.00	03/23/15	227,209.99	113.61	(7,989.99)	-	-
STARBUCKS CORP COM	SBUX	32,500	55.52	1,804,400.00	02/16/05	607,238.96	18.68	1,197,161.04	32,500.00	1.8%
TWITTER INC COM	TWTR	2,000	16.30	32,600.00	04/29/15	77,335.73	38.67	(44,735.73)	-	-
UNDER ARMOUR INC COM CLASS A	UAA	4,000	29.05	116,200.00	02/08/16	150,715.84	37.68	(34,515.84)	-	-
UNDER ARMOUR INC COM CL C	UA	2,014	25.17	50,692.38	02/08/16	70,301.85	34.91	(19,609.47)	-	-
VANGUARD HIGH DIVIDEND YIELD ETF	VYM	20,000	75.77	1,515,400.00	06/19/13	1,171,019.98	58.55	344,380.02	44,120.00	2.9%
VANGUARD EMERGING MARKETS ETF	VWO	10,000	35.78	357,800.00	12/04/13	404,309.99	40.43	(46,509.99)	9,000.00	2.5%
VANGUARD HEALTH CARE INDEX	VHT	8,310	126.77	1,053,458.70	02/18/16	1,000,246.36	120.37	53,212.34	15,323.64	1.5%
WELLS FARGO & CO COM	WFC	10,000	55.11	551,100.00	02/03/16	472,123.61	47.21	78,976.39	15,200.00	2.8%
Total Stocks				\$14,449,366.08		\$10,244,207.40		\$1,643,758.68	\$358,726.14	2.5%
Mutual Funds - Margin										
HARBOR FD CAP APPRECIATN	HACAX	59,516.767	\$ 56.65	\$ 3,371,624.85	01/18/13	\$ 3,422,809.91	\$ 57.51	\$ (51,185.06)	\$ 3,625.17	0.1%
OAKMARK FDS OAKMARK SELECT	OAKLX	27,771.347	43.04	1,195,278.77	04/23/13	981,943.99	35.36	213,334.78	11,219.62	0.9%

Statement for Account # 778-058226

12/01/16 - 12/31/16

Account Positions

Investment Description	Symbol/ CUSIP	Quantity	Current Price	Market Value	Purchase Date	Cost Basis	Average Cost	Unrealized Gain(Loss)	Estimated Income	Yield
Mutual Funds - Margin										
PRIMECAP ODYSSEY GR FD	POGRX	43,324.121	28 64	1,240,802 83	01/15/15	1,048,933 98	24 21	191,868 87	5,935 40	0 5%
VANGUARD HEALTH CARE FUND ADMIRAL	VGHAX	42,859 352	77 93	3,340,029 30	12/17/04	2,475,112 88	57 75	864,916 62	35,487 54	1 1%
VANGUARD U S. GROWTH ADMIRAL	VWJAX	46,774.69	75 37	3,525,408 39	03/17/06	2,414,749 65	51.83	1,110,658 74	20,253.44	0.6%
VANGUARD PRIMECAP CORE FUND	VPCCX	192,946.925	22 18	4,278,562 80	12/13/04	2,131,014 21	11.04	2,148,548 59	53,639 25	1 3%
Total Mutual Funds				\$16,952,706.94		\$12,474,564.40		\$4,478,142.54	\$130,160.42	0.8%
Total Margin Account				\$31,402,073.02		\$22,718,771.80		\$6,121,901.22	\$488,888.58	1.6%

Online Cash Services Transaction Detail

Category	Transaction Date	Description	Amount
DEBITS			
Checks Paid	12/29/2016	TD BANK USA CHECKING Check # 149	\$ (250,000 00)
	12/30/2016	TD BANK USA CHECKING Check # 154	(250,000 00)
Subtotal			(500,000.00)
TOTAL			(500,000.00)

Account Activity

Trade Date	Settle Date	Acct Type	Transaction/ Cash Activity*	Description	Symbol/ CUSIP	Quantity	Price	Amount	Balance
Opening Balance									
12/05/16	12/06/16	Cash	Buy - Securities Purchased	PRIMECAP ODYSSEY GR FD	POGRX	8,477 45	\$ 29.49	\$ (250,000 00)	(250,000 00)
12/06/16	12/06/16	Cash	Journal - Other	MOVE CASH BALANCE TO MARGIN	-	-	0.00	250,000.00	0 00
12/07/16	12/07/16	Cash	Delivered -	PRIMECAP ODYSSEY GR FD N TRANSFER TO 9395076172	POGRX	8,477.45-	0.00	-	0.00

INVESTMENT REPORT
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Account # 579-840025
CORPORATION

Holdings

Core Account

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
CASH	36,740.230	\$1.0000	\$36,740.23	not applicable	not applicable	-	-
Total Core Account (2% of account holdings)							
			\$36,740.23				

Stocks

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock							
ALLERGAN PLC. COM USD0.0001(AGN)	265 000	\$210.0100	\$55,652.65	\$38,160.00	\$17,492.65	\$742.00	1.330%
HELEN OF TROY CORP COM STK USD0.10 (HELE)	340 000	84.4500	28,713.00	35,048.32	-6,335.32	-	-
ROYAL CARIBBEAN CRUISES COM USD0.01 (RCL)	675 000	82.0400	55,377.00	52,988.18	2,388.82	1,296.00	2.340
ALLIANT ENERGY CORP COM(LNT)	600 000	37.8900	22,734.00	20,185.74	2,548.26	705.00	3.100
ALPHABET INC CAP STK CL A(GOOG)	91 000	792.4500	72,112.95	54,773.91	17,339.04	-	-
ALTRIA GROUP INC(MO)	775 000	67.6200	52,405.50	42,623.16	9,782.34	1,891.00	3.610
AMEREN CORP(AEE)	1,185 000	52.4600	62,165.10	44,653.06	17,512.04	2,085.60	3.350
AMGEN INC(AMGN)	350 000	146.2100	51,173.50	54,640.43	-3,466.93	1,610.00	3.150
APTARGROUP INC(ATR)	710 000	73.4500	52,149.50	54,875.49	-2,725.99	908.80	1.740
AUTONATION INC(AN)	825 000	48.6500	40,136.25	47,771.13	-7,634.88	-	-
AUTOZONE INC NEV(AZO)	110 000	789.7900	86,876.90	59,260.20	27,616.70	-	-
BORGWARNER INC(BWA)	1,050 000	39.4400	41,412.00	37,783.10	3,628.90	588.00	1.420
CVS HEALTH CORP COM(CVS)	825 000	78.9100	65,100.75	42,852.81	22,247.94	1,650.00	2.530
CA INC COM(CA)	2,100 000	31.7700	66,717.00	65,806.16	910.84	2,142.00	3.210
CADENCE DESIGN SYSTEMS INC(CDNS)	2,800 000	25.2200	73,138.00	40,462.08	32,675.92	-	-
DANAHER CORP COM USD0.01(DHR)	875 000	77.8400	68,110.00	70,726.29	-2,616.29	437.50	0.640
DR PEPPER SNAPPLE GROUP INC COM (DPS)	400 000	90.6700	36,268.00	36,877.40	-609.40	848.00	2.340
EXXON MOBIL CORP(XOM)	625 000	90.2600	56,412.50	56,785.01	-372.51	1,875.00	3.320
FIDELITY NATIONAL INFORMATION SERVICES	925 000	75.6400	69,967.00	62,765.69	7,201.31	962.00	1.370
INC(FIS)							
HARTFORD FINL SVCS GROUP INC(HIG)	925 000	47.6500	44,076.25	42,507.82	1,568.43	851.00	1.930
HOME DEPOT INC COM(HD)	530 000	134.0800	71,062.40	66,727.15	4,335.25	1,462.80	2.080
HONEYWELL INTL INC(HON)	625 000	115.8500	72,406.25	71,035.93	1,370.32	1,662.50	2.300



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Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
HUMANA INC(HUM)	205,000	204.0300	41,826.15	34,067.97	7,758.18	237.80	0.570
HUNTINGTON INGALLS INDS INC COM(HII)	215,000	184.1900	39,600.85	27,429.60	12,171.25	516.00	1.300
INTERCONTINENTAL EXCHANGE INC COM USD0.01 (ICE)	800,000	56.4200	45,136.00	42,050.62	3,085.38	544.00	1.210
JPMORGAN CHASE & CO(JPM)	835,000	86.2900	72,052.15	49,515.12	22,537.03	1,603.20	2.230
KROGER CO COM (KR)	1,175,000	34.5100	40,549.25	43,580.75	-3,031.50	564.00	1.390
NVR INC(NVR)	45,000	1,669.0000	75,105.00	70,586.83	4,518.07	-	-
OCCIDENTAL PETROLEUM CORP(OXY)	625,000	71.2300	44,518.75	42,390.51	2,128.24	1,900.00	4.270
ORACLE CORP COM(ORCL)	1,360,000	38.4500	52,292.00	48,140.79	4,151.21	816.00	1.560
PRUDENTIAL FINL INC(PRU)	365,000	104.0600	37,981.90	37,139.55	842.35	1,022.00	2.690
SCHLUMBERGER LIMITED COM USD0.01 (SLB)	530,000	83.9500	44,493.50	40,866.85	3,626.65	1,060.00	2.380
THE SCOTTS MIRACLE GRO COMPANY CL A (SMG)	528,000	95.5500	50,450.40	34,182.73	16,267.67	1,056.00	2.090
UNITEDHEALTH GROUP(UNH)	500,000	160.0400	80,020.00	28,811.25	51,208.75	1,250.00	1.560
VERIZON COMMUNICATIONS (VZ)	1,250,000	53.3800	66,725.00	62,233.99	4,491.01	2,887.50	4.330
VISA INC COM CL A(V)	650,000	78.0200	50,713.00	43,337.36	7,375.64	429.00	0.850
WELLS FARGO & COMPANY COM USD1.666 (WFC)	1,075,000	55.1100	59,243.25	42,686.26	16,556.99	1,634.00	2.760
ZIMMER BIOMET HLDGS INC COM (ZBH)	275,000	103.2000	28,380.00	27,393.69	986.31	264.00	0.930
Total Common Stock (94% of account holdings)			\$2,073,253.70	\$1,773,723.03	\$299,530.67	\$37,500.70	
Total Stocks (94% of account holdings)			\$2,073,253.70	\$1,773,723.03	\$299,530.67	\$37,500.70	

Other

Description	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
CROWN CASTLE INTL CORP NEW COM ISIN #US22822V1017 SEDOL #BTGQCX1 (CCI)	575,000	\$86.7700	\$49,892.75	\$49,356.78	\$535.97	\$2,185.00	4.380%
SIMON PTY GRP INC(SPG)	210,000	177.6700	37,310.70	41,116.50	-3,805.80	1,386.00	3.710
Total Other (4% of account holdings)			\$87,203.45	\$90,473.28	-\$3,269.83	\$3,571.00	





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Holdings

PERIOD: 12/01/16 TO 12/31/16 SEE "SECURITIES BUGHT AND SOLD" FOR ADDITIONAL INFORMATION. EY IS AN ESTIMATE OF ANNUAL INCOME FOR A SPECIFIC SECURITY POSITION OVER THE NEXT ROLLING 12 MONTHS. EY IS CALCULATED BY DIVIDING THE

Total Holdings

\$2,197,197.38	\$1,864,196.31	\$296,260.84	\$41,071.70
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All remaining positions held in cash account.

Cost Basis - the original amount paid for a security, including the amount of reinvested dividends and capital gains, plus or minus certain adjustments. See last page of statement for details. Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable

EAI Estimated Annual Income (EAI) & Estimated Yield (EY)- EAI is an estimate of annual income for a specific security position over the next rolling 12 months. EY is calculated by dividing the & EY current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment; it does not reflect changes in its price, which may fluctuate. For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated. EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented. Actual income and yield might be higher or lower. EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security. For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.

Activity

Securities Bought & Sold

Settlement Date	Security Name	Symbol/ CUSIP	Description	Quantity	Price	Total Cost Basis	Transaction Cost	Amount
12/07	BORGWARNER INC EXEC ON MULT EXCHG	099724106	You Bought	1,050,000	\$35.98390			\$37,783.10
	DETAILS ON REQUEST AVERAGE PRICE TRADE DETAILS ON REQUEST							
12/07	OCCIDENTAL PETROLEUM CORP	674599105	You Bought	150,000	71.06970			-10,660.46
	AVERAGE PRICE TRADE DETAILS ON REQUEST							
12/07	PRUDENTIAL FINL INC EXEC ON MULT EXCHG	744320102	You Bought	365,000	101.75220			-37,139.55
	DETAILS ON REQUEST AVERAGE PRICE TRADE DETAILS ON REQUEST							
12/07	REGAL ENTERTAINMENT GROUP	758766109	You Sold	-2,050,000	21.43890	43,849.291	-0.96	43,948.79
	EXEC ON MULT EXCHG DETAILS ON REQUEST AVERAGE PRICE TRADE DETAILS ON REQUEST		Long-term gain: \$99.50					

