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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 separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

OMB No. 1545-0052

**2016**

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation

HENRY F BERRY CHARITABLE TRUST 3012724

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

Room/suite

10 TRIPPS LANE

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

RIVERSIDE, RI 02915-7995

A Employer identification number

45-6499502

B Telephone number (see instructions)

401-282-1156

C If exemption application is pending, check here . . . . .

D 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 . . . . .

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

H Check type of organization.

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

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ 921,776.

J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) \_\_\_\_\_

(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) (see instructions).)

(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 ☒ if the foundation is not required to attach Sch. B. . . . .

3 Interest on savings and temporary cash investments.

4 Dividends and interest from securities . . . . .

5a Gross rents . . . . .

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a 348,243

7 Capital gain net income (from Part IV, line 2)

8 Net short-term capital gain . . . . .

9 Income modifications . . . . .

10a Gross sales less returns and allowances . . . . .

b Less Cost of goods sold . . . . .

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11 . . . . .

13 Compensation of officers, directors, and key employees, etc.

14 Other employee salaries and wages . . . . .

15 Pension plans, employee benefits . . . . .

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) STMT 4

c Other professional fees (attach schedule) STMT 5

17 Interest . . . . .

18 Taxes (attach schedule) (see instructions) STMT 6

19 Depreciation (attach schedule) and depletion . . . . .

20 Occupancy . . . . .

21 Travel, conferences, and meetings . . . . .

22 Printing and publications . . . . .

23 Other expenses (attach schedule) STMT 7

24 Total operating and administrative expenses.

Add lines 13 through 23. . . . .

25 Contributions, gifts, grants paid . . . . .

26 Total expenses and disbursements. Add lines 24 and 25

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements . . . . .

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

135,110.

135,114.

12,324.

6,162.

1,225.

NONE

3,709.

3,709.

16,975.

38.

75.

75.

34,308.

9,909.

64,845.

72,307.

35,957.

125,205.

STMT 1

6,162.

1,225.

75.

7,462.

64,845.

72,307.

-

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Operating and Administrative Expenses

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b>	Cash - non-interest-bearing . . . . .			
	<b>2</b>	Savings and temporary cash investments . . . . .	15,491.	16,740.	16,740.
	<b>3</b>	Accounts receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	<b>4</b>	Pledges receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	<b>5</b>	Grants receivable . . . . .			
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . . <b>NONE</b>			
	<b>8</b>	Inventories for sale or use . . . . .			
	<b>9</b>	Prepaid expenses and deferred charges . . . . .			
	<b>10a</b>	Investments - U S and state government obligations (attach schedule) . . . . .			
	<b>b</b>	Investments - corporate stock (attach schedule) . . . . .			
	<b>c</b>	Investments - corporate bonds (attach schedule) . . . . .			
	<b>11</b>	Investments - land, buildings, and equipment basis ▶ . . . . .			
	Less: accumulated depreciation ▶ (attach schedule) . . . . .				
<b>12</b>	Investments - mortgage loans . . . . .				
<b>13</b>	Investments - other (attach schedule) . . . . . <b>STMT 8.</b>	642,428.	676,830.	905,036.	
<b>14</b>	Land, buildings, and equipment basis ▶ . . . . .				
	Less: accumulated depreciation ▶ (attach schedule) . . . . .				
<b>15</b>	Other assets (describe ▶ . . . . . )				
<b>16</b>	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	657,919.	693,570.	921,776.	
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .			
	<b>18</b>	Grants payable . . . . .			
	<b>19</b>	Deferred revenue . . . . .			
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b>	Other liabilities (describe ▶ . . . . . )			
<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		<b>NONE</b>		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b>	Unrestricted . . . . .			
	<b>25</b>	Temporarily restricted . . . . .			
	<b>26</b>	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>				
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .	648,459.	685,116.	
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	<b>29</b>	Retained earnings, accumulated income, endowment, or other funds . . . . .	9,460.	8,454.	
	<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	657,919.	693,570.	
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	657,919.	693,570.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	657,919.
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	35,957.
<b>3</b>	Other increases not included in line 2 (itemize) ▶ <b>MUTUAL FUND TIMING DIFFERENCE</b>	<b>3</b>	19.
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	693,895.
<b>5</b>	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 9</b>	<b>5</b>	325.
<b>6</b>	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .</b>	<b>6</b>	<b>693,570.</b>

**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.)
<b>1 a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 348,243.		235,509.	112,734.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
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))		
<b>a</b>			112,734.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b> 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 }			<b>2</b>	112,734.	
<b>3</b> 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			<b>3</b>		

**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.

(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	71,165.	968,068.	0.073512
2014	70,672.	1,006,837.	0.070192
2013	53,067.	981,383.	0.054074
2012	29,239.	910,115.	0.032127
2011	26,259.	877,431.	0.029927
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.259832
<b>3</b> 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.			<b>3</b> 0.051966
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			<b>4</b> 919,564.
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 47,786.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 1,252.
<b>7</b> Add lines 5 and 6.			<b>7</b> 49,038.
<b>8</b> Enter qualifying distributions from Part XII, line 4. 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.			<b>8</b> 72,307.

**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	1,252.
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	
3 Add lines 1 and 2 . . . . .		3	1,252.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	12,157.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	
6 Credits/Payments			
a 2016 estimated tax payments and 2015 overpayment credited to 2016 . . . . .	6a	9,354.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	9,354.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8		
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	9,354.	
11 Enter the amount of line 10 to be <b>Credited to 2017 estimated tax</b> <input type="checkbox"/> <b>NONE</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/> . . . . .	11	9,354.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ _____		
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 <b>Form 990-T</b> for this year? . . . . .	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>NH</u>		
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

**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 ► CITIZENS BANK, N.A. Telephone no. ► (401) 282-1156 Located at ► 10 TRIPPS LANE, RIVERSIDE, RI ZIP+4 ► 02915		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . ► 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	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required****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)? . . . . .	1b	X
Organizations relying on a current notice regarding disaster assistance check here . . . . . ► <input type="checkbox"/>		
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) . . . . .	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) . . . . .	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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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)? ☐ Yes ☒ No  
Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870 **6b** X

**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? ☐ Yes ☒ No **7b** N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CITIZENS BANK, N A. 10 TRIPPS LANE, RIVERSIDE, RI 02915	TRUSTEE 2	12,324.	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

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

**Total** number of others receiving over \$50,000 for professional services . . . . . **NONE**

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . .	

Form **990-PF** (2016)



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	918,660.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	14,908.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	933,568.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	933,568.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	14,004.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	919,564.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	45,978.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	45,978.
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5 . . . . .	<b>2a</b>	
<b>b</b>	Income tax for 2016. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	45,978.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	45,978.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	45,978.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	72,307.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	72,307.
<b>5</b>	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) . . . . .	<b>5</b>	1,252.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	71,055.

**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
<b>1</b> Distributable amount for 2016 from Part XI, line 7 . . . . .				45,978.
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			NONE	
<b>b</b> Total for prior years 20 <u>14</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011 . . . . .	NONE			
<b>b</b> From 2012 . . . . .	NONE			
<b>c</b> From 2013 . . . . .	NONE			
<b>d</b> From 2014 . . . . .	10,114.			
<b>e</b> From 2015 . . . . .	33,273.			
<b>f</b> Total of lines 3a through e . . . . .	43,387.			
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>72,307.</u>				
<b>a</b> Applied to 2015, but not more than line 2a . . . . .			NONE	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2016 distributable amount. . . . .				45,978.
<b>e</b> Remaining amount distributed out of corpus. . . . .	26,329.			
<b>5</b> Excess distributions carryover applied to 2016 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	69,716.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
<b>f</b> Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017 . . . . .				NONE
<b>7</b> 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) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a . . . . .	69,716.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012 . . . . .	NONE			
<b>b</b> Excess from 2013 . . . . .	NONE			
<b>c</b> Excess from 2014 . . . . .	10,114.			
<b>d</b> Excess from 2015 . . . . .	33,273.			
<b>e</b> Excess from 2016 . . . . .	26,329.			

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

NOT APPLICABLE

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

**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 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
<b>a Paid during the year</b>				
ROTARY INTERNATIONAL - MANCHESTER ATTN: MARK P.O. BOX 555 MANCHESTER NH 03105	NONE	N/A	UNRESTRICTED GIFT	12,969.
NH MASONICARE ATTN: STUART ARONSON, PRESIDEN 813 BEECH ST MANCHESTER NH 03104	NONE	N/A	UNRESTRICTED GIFT	12,969.
GRACE CHURCH ATTN: EDWARD HIGH 106 LOWELL ST MANCHESTER NH 03101	NONE	N/A	UNRESTRICTED GIFT	12,969.
ELLIOT HOSPITAL C/O JOHN HESSION ONE ELLIOT WAY MANCHESTER NH 03103	NONE	N/A	UNRESTRICTED GIFT	12,969.
GRANITE UNITED WAY ATTN: PATRICK TUFTS, PRES 22 CONCORD ST FLOOR 2 MANCHESTER NH 03101	NONE	N/A	UNRESTRICTED GIFT	12,969.
<b>Total</b> . . . . .			<b>3a</b>	<b>64,845.</b>
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			<b>3b</b>	

**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	
<b>1</b>	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
<b>2</b>	Membership dues and assessments . . . . .					
<b>3</b>	Interest on savings and temporary cash investments . . . . .					
<b>4</b>	Dividends and interest from securities . . . . .			14	22,380.	
<b>5</b>	Net rental income or (loss) from real estate					
a	Debt-financed property . . . . .					
b	Not debt-financed property . . . . .					
<b>6</b>	Net rental income or (loss) from personal property . . . . .					
<b>7</b>	Other investment income . . . . .					
<b>8</b>	Gain or (loss) from sales of assets other than inventory . . . . .			18	112,730.	
<b>9</b>	Net income or (loss) from special events . . . . .					
<b>10</b>	Gross profit or (loss) from sales of inventory . . . . .					
<b>11</b>	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
<b>12</b>	Subtotal. Add columns (b), (d), and (e) . . . . .				135,110.	
<b>13</b>	Total. Add line 12, columns (b), (d), and (e) . . . . .				13	135,110.

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

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

[illegible]



## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC	98.	98.
AT & T INC	230.	230.
ACUITY BRANDS INC	1.	1.
AIR PRODUCTS & CHEMICALS INC	57.	57.
AMGEN INC.	320.	320.
APPLE COMPUTER INC	339.	339.
AVERY DENNISON CORP	53.	53.
BANK AMER	363.	363.
BECTON DICKINSON	781.	781.
BOEING CO	223.	223.
BRISTOL-MYERS SQUIBB	1,625.	1,625.
CIGNA	5.	5.
CISCO SYSTEMS	238.	238.
CITIGROUP INC	84.	84.
CLOROX CO	157.	157.
COCA COLA	1,225.	1,225.
COLUMBIA INCOME OPPORTUNITIES Z	491.	491.
COMCAST CORP	145.	145.
CONOCOPHILLIPS	65.	65.
DENTSPLY INTL INC NEW	9.	9.
DOMINOS PIZZA INC	68.	68.
DUKE ENERGY CORP NEW	216.	216.
E M C CORP MASS	115.	115.
ECOLAB, INC.	126.	126.
EQUIFAX INC.	59.	59.
EXXON MOBIL CORP	789.	789.
FED FARM CR BK	552.	552.
GENERAL ELECTRIC CO.	368.	368.
GENERAL MILLS INC	185.	185.
GILEAD SCIENCES INC	71.	71.
HARRIS CORP	137.	137.
HOME DEPOT INC	166.	166.

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
HONEYWELL INTL INC	132.	132.
ILLINOIS TOOL WORKS	96.	96.
JP MORGAN CHASE & CO	258.	258.
JOHNSON & JOHNSON	252.	252.
JOHNSON CONTROLS INC	209.	209.
JPMORGAN CHASE BK 6.000% 7/05/17	1,200.	1,200.
JPMORGAN MORTGAGE BACKED SEC FD	470.	470.
KIMBERLY CLARK CORP	218.	218.
LILLY ELI & CO	46.	46.
M & T BANK CORP	158.	158.
MCGRW-HILL, INC.	20.	20.
METROPOLITAN WEST HIGH YD BD I #514	389.	389.
MICROSOFT CORP	201.	201.
NEXTERA ENERGY INC COM	278.	278.
ORACLE SYSTEMS CORP.	30.	30.
PATTERSON-UTI ENERGY INC	1.	1.
PEPSICO INC	1,556.	1,556.
PFIZER INC	216.	216.
PRINCIPAL FINL GROUP INC	134.	134.
S&P GLOBAL INC COM	59.	59.
SPDR S&P MIDCAP 400 ETF TR	763.	763.
SELECT SECTOR SPDR ENERGY	253.	253.
SHERWIN WILLIAMS CO	269.	269.
THERMO ELECTRON CORP	42.	42.
3M CO	255.	255.
TRANSAMERICA INTERNATIONAL EQUITY I	620.	620.
US TREAS NOTE 2.250% 11/15/24	563.	563.
UNITEDHEALTH GROUP INC	166.	166.
VALERO ENERGY CORP NEW	234.	234.
VANGUARD INTERM-TRM BD IDX ADM#5314	1,124.	1,124.
VANGUARD ADMIRAL GNMA FD #536	1,346.	1,346.
VERIZON COMMUNICATIONS	318.	318.
WASTE MGMT INC	35.	35.



## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
WELLS FARGO & CO NEW	159.	159.
YUM BRANDS INC	678.	678.
CITIZENS BANK NA CASH SWEEP ACCT	28.	28.
AON PLC CL A	40.	40.
NOBLE CORP PLC	40.	40.
CHUBB LIMITED	163.	163.
-----	-----	-----
TOTAL	22,380.	22,380.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,225.			1,225.
TOTALS	1,225.	NONE	NONE	1,225.
	=====	=====	=====	=====

HENRY F BERRY CHARITABLE TRUST

45-6499502

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MGMT FEES-SUBJECT T	3,709.	3,709.
TOTALS	3,709.	3,709.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	7,583.	
FEDERAL ESTIMATES - PRINCIPAL	9,354.	
FOREIGN TAXES ON QUALIFIED FOR	33.	33.
FOREIGN TAXES ON NONQUALIFIED	5.	5.
	-----	-----
TOTALS	16,975.	38.
	=====	=====

HENRY F BERRY CHARITABLE TRUST

45-6499502

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-INCOME	75.	75.
TOTALS	----- 75. =====	----- 75. =====

HENRY F BERRY CHARITABLE TRUST

45-6499502

FORM 990PF, PART II - OTHER INVESTMENTS  
=====

DESCRIPTION -----	COST/ FMV C OR F -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED STATEMENT	C	642,428.	676,830.	905,036.
TOTALS		642,428.	676,830.	905,036.
		=====	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====

DESCRIPTION -----	AMOUNT -----
AMORTIZATION ADJUSTMENT	298.
BASIS ADJUSTMENT FOR HONEYWELL	27.
	-----
TOTAL	325.
	=====

HENRY F BERRY CHARITABLE TRUST.

45-6499502

FEDERAL CAPITAL GAIN DISTRIBUTIONS

=====

LONG-TERM CAPITAL GAIN DISTRIBUTIONS

-----

15% RATE CAPITAL GAIN DISTRIBUTIONS

E M C CORP MASS	4,810.00
JPMORGAN MORTGAGE BACKED SEC FD	8.00
TRANSAMERICA INTERNATIONAL EQUITY I	41.00
VANGUARD INTERM-TRM BD IDX ADM#5314	169.00

-----

TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS	5,029.00
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TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS	5,029.00
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STATEMENT 1



# Citizens Bank®

## Investment Detail

3012724 | HENRY F BERRY CHARITABLE TRUST

18-Apr-2017 7 49 AM ET

Asset Types:      Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non  
Taxable, Fixed Income -Taxable, Other, Real Estate  
Data Current as of: 31-Dec-2016

### SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	1.816%	\$16,739.85	\$16,739.85	\$0.00
Equities	65.658%	\$605,219.79	\$377,389.54	\$227,830.25
Fixed Income -Taxable	32.526%	\$299,816.46	\$299,440.76	\$375.70
<b>Totals</b>		<b>\$921,776.10</b>	<b>\$693,570.15</b>	<b>\$228,205.95</b>

### DETAIL

Asset Name	CUSIP	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
<b>Cash &amp; Cash Equivalents: 1.816%</b>						
CASH - INCOME		0.917%		\$8,453.70	\$8,453.70	\$0.00
CASH - INVESTED INCOME		(0.917)%		(\$8,453.70)	(\$8,453.70)	\$0.00
CITIZENS BANK NA CASH SWEEP ACCT	990110702	0.899%	31-Dec-2016	\$8,286.15	\$8,286.15	\$0.00
CITIZENS BANK NA CASH SWEEP ACCT	990110702	0.917%	31-Dec-2016	\$8,453.70	\$8,453.70	\$0.00
<b>Subtotal</b>		<b>1.816%</b>		<b>\$16,739.85</b>	<b>\$16,739.85</b>	<b>\$0.00</b>
<b>Equities: 65.658%</b>						
3M CO	88579Y101	0.872%	30-Dec-2016	\$8,035.65	\$2,863.80	\$5,171.85
ACUITY BRANDS INC	00508Y102	0.751%	30-Dec-2016	\$6,925.80	\$7,700.70	(\$774.90)
ADOBE SYS INC	00724F101	0.782%	30-Dec-2016	\$7,206.50	\$7,203.02	\$3.48
ALIGN TECHNOLOGY INC	016255101	0.939%	30-Dec-2016	\$8,651.70	\$5,545.18	\$3,106.52
ALPHABET INC CL A	02079K305	1.118%	30-Dec-2016	\$10,301.85	\$10,236.01	\$65.84
AMAZON COM INC	023135106	0.895%	30-Dec-2016	\$8,248.57	\$8,247.55	\$1.02
AMGEN INC	031162100	1.269%	30-Dec-2016	\$11,696.80	\$4,548.79	\$7,148.01
AON PLC CL A	G0408V102	0.726%	30-Dec-2016	\$6,691.80	\$6,591.35	\$100.45
APPLE INC	037833100	1.759%	30-Dec-2016	\$16,214.80	\$16,945.52	(\$730.72)
ARCHER DANIELS MIDLD	039483102	0.718%	30-Dec-2016	\$6,619.25	\$6,471.11	\$148.14
AT & T INC	00206R102	0.369%	30-Dec-2016	\$3,402.40	\$2,238.20	\$1,164.20
AVERY DENNISON CORP	053611109	0.495%	30-Dec-2016	\$4,564.30	\$4,977.45	(\$413.15)
BERKSHIRE HATHAWAY INC DEL CL B NEW	084670702	1.149%	30-Dec-2016	\$10,593.70	\$8,966.69	\$1,627.01
BOEING CO	097023105	0.591%	30-Dec-2016	\$5,448.80	\$1,920.80	\$3,528.00
BOSTON SCIENTIFIC CORP	101137107	0.469%	30-Dec-2016	\$4,326.00	\$3,046.05	\$1,279.95
BRISTOL-MYERS SQUIBB CO	110122108	0.444%	30-Dec-2016	\$4,090.80	\$4,147.76	(\$56.96)

Asset Name	CUSIP	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
CHUBB LIMITED	H1467J104	0.860%	30-Dec-2016	\$7,927 20	\$6,062 26	\$1,864 94
CIGNA	125509109	1.447%	30-Dec-2016	\$13,339 00	\$3,551 00	\$9,788 00
CISCO SYSTEMS	17275R102	0.787%	30-Dec-2016	\$7,252 80	\$3,880 51	\$3,372 29
CITIGROUP INC	172967424	1.289%	30-Dec-2016	\$11,886 00	\$5,492 00	\$6,394 00
CLOROX CO	189054109	0.651%	30-Dec-2016	\$6,001 00	\$5,510 69	\$490 31
COMCAST CORP NEW CL A	20030N101	1.011%	30-Dec-2016	\$9,321 75	\$8,161 72	\$1,160 03
CONOCOPHILLIPS	20825C104	0.707%	30-Dec-2016	\$6,518 20	\$6,154 40	\$363.80
DOMINOS PIZZA INC	25754A201	0.777%	30-Dec-2016	\$7,165 80	\$5,183 07	\$1,982 73
DUKE ENERGY CORP NEW	26441C204	0.421%	30-Dec-2016	\$3,881 00	\$2,370 09	\$1,510 91
ECOLAB, INC	278865100	1.017%	30-Dec-2016	\$9,377 60	\$1,706 80	\$7,670 80
EQUIFAX INC	294429105	0.770%	30-Dec-2016	\$7,093 80	\$6,589 52	\$504 28
EXXON MOBIL CORP	30231G102	0.588%	30-Dec-2016	\$5,415 60	\$138 93	\$5,276 67
FACEBOOK INC	30303M102	0.999%	30-Dec-2016	\$9,204 00	\$8,142 58	\$1,061 42
GENERAL ELECTRIC CO	369604103	1.028%	30-Dec-2016	\$9,480 00	\$4,374 00	\$5,106 00
GENERAL MILLS INC	370334104	0.536%	30-Dec-2016	\$4,941 60	\$4,483 01	\$458 59
HAIN CELESTIAL GROUP INC	405217100	0.212%	30-Dec-2016	\$1,951 50	\$2,438 48	(\$486 98)
HARRIS CORPORATION	413875105	0.778%	30-Dec-2016	\$7,172 90	\$5,662 50	\$1,510 40
HOME DEPOT INC	437076102	1.091%	30-Dec-2016	\$10,056 00	\$9,907 32	\$148 68
HONEYWELL INTL INC	438516106	0.817%	30-Dec-2016	\$7,530 25	\$6,844 26	\$685 99
ILLINOIS TOOL WORKS	452308109	0.731%	30-Dec-2016	\$6,735 30	\$5,314 99	\$1,420 31
JOHNSON & JOHNSON	478160104	1.000%	30-Dec-2016	\$9,216 80	\$4,103 20	\$5,113 60
JPMORGAN CHASE & CO	46625H100	1.779%	30-Dec-2016	\$16,395 10	\$9,739 95	\$6,655 15
KIMBERLY CLARK	494368103	0.557%	30-Dec-2016	\$5,135 40	\$4,673 12	\$462 28
M & T BANK CORP	55261F104	0.424%	30-Dec-2016	\$3,910.75	\$1,499 25	\$2,411 50
MICROSOFT CORP	594918104	0.674%	30-Dec-2016	\$6,214 00	\$4,606 01	\$1,607 99
NEXTERA ENERGY INC COM	65339F101	1.037%	30-Dec-2016	\$9,556 80	\$1,891 50	\$7,665 30
O REILLY AUTOMOTIVE INC NEW	67103H107	0.634%	30-Dec-2016	\$5,846 61	\$4,755 34	\$1,091 27
PATTERSON-UTI ENERGY INC	703481101	0.628%	30-Dec-2016	\$5,787 80	\$5,714 71	\$73 09
PEPSICO INC	713448108	5.392%	30-Dec-2016	\$49,699 25	\$1,464 19	\$48,235 06
PRINCIPAL FINL GROUP INC	74251V102	1.004%	30-Dec-2016	\$9,257 60	\$7,105 39	\$2,152 21
PUTNAM ABSOLUTE RETURN 700 Y	746764257	1.725%	30-Dec-2016	\$15,896 61	\$15,144 93	\$751.68
S&P GLOBAL INC COM	78409V104	0.642%	30-Dec-2016	\$5,914 70	\$5,225 92	\$688 78
SELECT SECTOR SPDR ENERGY	81369Y506	1.716%	30-Dec-2016	\$15,817 20	\$14,872 72	\$944 48
SHERWIN- WILLIAMS COMPANY	824348106	2.332%	30-Dec-2016	\$21,499 20	\$4,344 00	\$17,155 20
SPDR S&P MIDCAP 400 ETF TR	78467Y107	5.892%	30-Dec-2016	\$54,311 40	\$32,336 86	\$21,974 54
	883556102	0.918%	30-Dec-2016	\$8,466 00	\$2,415 07	\$6,050 93

Asset Name	CUSIP	Current Allocation	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
THERMO FISHER SCIENTIFIC INC						
TRANSAMERICA INTERNATIONAL EQUITY I	893509224	3.559%	30-Dec-2016	\$32,809.75	\$30,836.60	\$1,973.15
UNITEDHEALTH GROUP INC	91324P102	1.215%	30-Dec-2016	\$11,202.80	\$8,150.85	\$3,051.95
VALERO ENERGY CORP NEW	91913Y100	0.630%	30-Dec-2016	\$5,807.20	\$4,939.82	\$867.38
VERIZON COMMUNICATIONS	92343V104	0.811%	30-Dec-2016	\$7,473.20	\$4,345.67	\$3,127.53
WASTE MGMT INC DEL	94106L109	0.654%	30-Dec-2016	\$6,027.35	\$5,438.52	\$588.83
YUM BRANDS INC	988498101	1.821%	30-Dec-2016	\$16,782.45	\$118.56	\$16,663.89
YUM CHINA HLDGS INC	98850P109	0.751%	30-Dec-2016	\$6,921.80	\$49.25	\$6,872.55
<b>Subtotal</b>		<b>65.658%</b>		<b>\$605,219.79</b>	<b>\$377,389.54</b>	<b>\$227,830.25</b>
<b>Fixed Income -Taxable: 32.526%</b>						
BECTON DICKINSON 3.125% 11/08/21	075887BA6	2.781%	30-Dec-2016	\$25,630.75	\$25,690.00	(\$59.25)
BRISTOL-MYERS SQUIBB 3.250% 11/01/23	110122AW8	5.613%	30-Dec-2016	\$51,737.50	\$50,766.72	\$970.78
COCA COLA 2.450% 11/01/20	191216BG4	5.480%	30-Dec-2016	\$50,516.50	\$50,528.31	(\$11.81)
COLUMBIA INCOME OPPORTUNITIES Z	19763T889	1.146%	30-Dec-2016	\$10,560.34	\$10,000.00	\$560.34
JPMORGAN CHASE BK 6.000% 7/05/17	48121CVZ6	2.219%	30-Dec-2016	\$20,452.60	\$20,567.60	(\$115.00)
JPMORGAN MORTGAGE BACKED SEC FD	4812C1215	2.135%	30-Dec-2016	\$19,677.12	\$20,012.19	(\$335.07)
METROPOLITAN WEST HIGH YD BD I #514	592905848	1.131%	30-Dec-2016	\$10,429.04	\$10,000.00	\$429.04
US TREAS NOTE 2.250% 11/15/24	912828G38	2.696%	30-Dec-2016	\$24,846.75	\$25,580.96	(\$734.21)
VANGUARD ADMIRAL GNMA FD #536	922031794	4.721%	30-Dec-2016	\$43,516.37	\$42,369.77	\$1,146.60
VANGUARD INTERM-TRM BD IDX ADM#5314	921937801	4.605%	30-Dec-2016	\$42,449.49	\$43,925.21	(\$1,475.72)
<b>Subtotal</b>		<b>32.526%</b>		<b>\$299,816.46</b>	<b>\$299,440.76</b>	<b>\$375.70</b>