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SCANNED MAY 23 2017

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: WEITZMAN FAMILY FOUNDATION	A Employer identification number: 46-6477200
Number and street (or P O box number if mail is not delivered to street address): P.O BOX 1501, NJ2-130-03-31 — Room/suite:	B Telephone number (see instructions): 609-274-6834
City or town, state or province, country, and ZIP or foreign postal code: PENNINGTON NJ 08534-1501	C If exemption application is pending, check here ▶ ☐
Foreign country name / Foreign province/state/county / Foreign postal code	D 1. Foreign organizations, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 24,653,311 — J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis)*	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,850,000			
	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	510,647	474,170		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	512,653			
	b	Gross sales price for all assets on line 6a 6,524,463				
	7	Capital gain net income (from Part IV, line 2)		512,653		
	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	2,873,300	986,823	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,500			2,500
	c	Other professional fees (attach schedule)	124,006	74,404		49,602
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	7,925	4,832		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	134,431	79,236	0	52,102
	25	Contributions, gifts, grants paid	2,007,500			2,007,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,141,931	79,236	0	2,059,602
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	731,369			
	b	**Net investment income** (if negative, enter -0-)		907,587		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	200,000		
	2	Savings and temporary cash investments	128,046	2,047,146	2,047,146
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less. allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	2,173,031		
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	19,919,458	21,107,692	22,606,164
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	22,420,535	23,154,838	24,653,310
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	22,420,535	23,154,838	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	22,420,535	23,154,838	
	31	**Total liabilities and net assets/fund balances** (see instructions)	22,420,535	23,154,838	

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	22,420,535
2	Enter amount from Part I, line 27a	2	731,369
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	13,043
4	Add lines 1, 2, and 3	4	23,164,947
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	10,109
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,154,838

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Attached Statement			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	512,653
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	2,291,618	20,790,178	0 110226
2014	4,038,396	22,984,215	0.175703
2013	2,115,257	24,009,794	0.088100
2012	0	24,625,215	0 000000
2011			0 000000

2	**Total** of line 1, column (d)	2	0 374029
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 093507
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	23,167,425
5	Multiply line 4 by line 3	5	2,166,316
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	9,076
7	Add lines 5 and 6	7	2,175,392
8	Enter qualifying distributions from Part XII, line 4	8	2,059,602

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	18,152
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	18,152
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	18,152
6	Credits/Payments:			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a 3,093		
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	3,093
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	15,059
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11	Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶	**Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	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.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MLTC, A DIVISION OF BANK OF AMERICA, N A. Telephone no. ▶ 609-274-6834
Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501

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

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

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2016 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.)*	3b	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

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)?		**5b**	N/A	
	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? *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?		**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
STUART A WEITZMAN 169 TACONIC RD GREENWICH, CT 06831	TRUSTEE 2 00	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				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	23,185,909
b	Average of monthly cash balances	1b	334,319
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	23,520,228
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	23,520,228
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	352,803
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,167,425
6	**Minimum investment return.** Enter 5% of line 5	6	1,158,371

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	1,158,371
2a	Tax on investment income for 2016 from Part VI, line 5	2a	18,152		
b	Income tax for 2016 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	18,152
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,140,219
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,140,219
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,140,219

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	2,059,602
b	Program-related investments—total from Part IX-B	1b	
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	2,059,602
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,059,602

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					1,140,219
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only				0	
b Total for prior years. 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2016:					
a From 2011					
b From 2012					
c From 2013					
d From 2014					
e From 2015	563,928				
f **Total** of lines 3a through e		563,928			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 2,059,602					
a Applied to 2015, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions)					
c Treated as distributions out of corpus (Election required—see instructions)					
d Applied to 2016 distributable amount					1,140,219
e Remaining amount distributed out of corpus		919,383			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a).)*					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,483,311			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see instructions					
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a		1,483,311			
10 Analysis of line 9:					
a Excess from 2012					
b Excess from 2013					
c Excess from 2014					
d Excess from 2015	563,928				
e Excess from 2016	919,383				

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

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)

	Tax year	Prior 3 years			
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon. **a** "Assets" alternative test—enter **(1)** Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

STUART WEITZMAN ELIZABETH WEITZMAN KAREN WEITZMAN

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
a *Paid during the year*				
See Attached Statement				
Total ▶ **3a**				2,007,500
b *Approved for future payment*				
NONE				
Total ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	510,647	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	512,653	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,023,300	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,023,300

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee | Date 5/4/17 | Title Trustee

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
LAWRENCE F MCGUIRE		4/27/2017		P01233953
Firm's name ▶ PRICEWATERHOUSECOOPERS, LLP			Firm's EIN ▶	13-4008324
Firm's address ▶ 600 GRANT STREET, PITTSBURGH PA, 15219			Phone no	412-355-6000

WEITZMAN FAMILY FOUNDATION 46-6477200 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name				
FOLKSBIENE YIDDISH THEATRE INC				
Street 90 JOHN ST RM 410				
City NEW YORK		**State** NY	**Zip Code** 10038	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 7,500

Name				
UNITED STATES COMMITTEE SPORTS FOR ISRAEL, INC				
Street 1926 ARCH ST, 4R				
City PHILADELPHIA		**State** PA	**Zip Code** 19103	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 25,000

Name				
UNITED STATES OLYMPIC COMMITTEE				
Street 1 OLYMPIC PLAZA				
City COLORADO SPRINGS		**State** CO	**Zip Code** 80909	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 75,000

Name				
CHILDRENS HOSPITAL CORPORATION				
Street 300 LONGWOOD AVE				
City BOSTON		**State** MA	**Zip Code** 02115	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL OPERATING				**Amount** 1,900,000

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	300,242		Capital Gains/Losses	6,524,463	6,011,810	512,653
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	MAINSTAY HIGH YIELD	56062X708	X				8/31/2016	12/6/2016	286	286				0	0
2	MAINSTAY HIGH YIELD	56062X708	X				8/31/2016	12/6/2016	4,736	4,741				5	0
3	MAINSTAY HIGH YIELD	56062X708	X				7/29/2016	12/6/2016	5,068	5,000				0	68
4	MAINSTAY HIGH YIELD	56062X708	X				5/31/2016	12/6/2016	5,136	4,938				0	198
5	MAINSTAY HIGH YIELD	56062X708	X				4/29/2016	12/6/2016	3,661	3,511				0	150
6	MAINSTAY HIGH YIELD	56062X708	X				3/31/2016	12/6/2016	3,747	3,487				0	260
7	MAINSTAY HIGH YIELD	56062X708	X				1/29/2016	12/6/2016	3,821	3,446				0	375
8	MAINSTAY HIGH YIELD	56062X708	X				1/20/2016	12/6/2016	23,934	21,324				0	2,610
9	MAINSTAY HIGH YIELD	56062X708	X				6/30/2016	12/6/2016	5,131	4,970				0	161
10	METROPOLITAN WEST TOTA	592905509	X				9/30/2013	12/6/2016	2,189	2,177				0	12
11	METROPOLITAN WEST TOTA	592905509	X				11/30/2016	12/6/2016	8	8				0	0
12	METROPOLITAN WEST TOTA	592905509	X				11/30/2016	12/6/2016	2,211	2,213				0	-2
13	METROPOLITAN WEST TOTA	592905509	X				10/31/2016	12/6/2016	2,275	2,328				0	-53
14	METROPOLITAN WEST TOTA	592905509	X				9/30/2016	12/6/2016	2,093	2,160				0	-67
15	METROPOLITAN WEST TOTA	592905509	X				8/31/2016	12/6/2016	2,435	2,515				0	-80
16	METROPOLITAN WEST TOTA	592905509	X				7/29/2016	12/6/2016	2,809	2,906				0	-97
17	METROPOLITAN WEST TOTA	592905509	X				4/30/2014	12/6/2016	3,279	3,297				0	-18
18	METROPOLITAN WEST TOTA	592905509	X				12/31/2013	12/6/2016	1,217	1,203				0	14
19	MAINSTAY HIGH YIELD	56062X708	X				2/29/2016	12/6/2016	3,844	3,468				0	376
20	MAINSTAY HIGH YIELD	56062X708	X				9/30/2016	12/6/2016	6	6				0	0
21	METROPOLITAN WEST TOTA	592905509	X				11/29/2013	12/6/2016	1,784	1,784				0	0
22	METROPOLITAN WEST TOTA	592905509	X				1/31/2014	12/6/2016	1,794	1,794				0	0
23	METROPOLITAN WEST TOTA	592905509	X				10/31/2013	12/6/2016	2,008	2,013				0	-5
24	METROPOLITAN WEST TOTA	592905509	X				2/28/2014	12/6/2016	2,819	2,827				0	-8
25	METROPOLITAN WEST TOTA	592905509	X				8/30/2013	12/6/2016	2,232	2,199				0	33
26	METROPOLITAN WEST TOTA	592905509	X				1/8/2013	12/6/2016	11	11				0	0
27	METROPOLITAN WEST TOTA	592905509	X				1/8/2013	12/6/2016	18,745	19,094				350	1
28	METROPOLITAN WEST TOTA	592905509	X				5/30/2014	12/6/2016	3,204	3,255				0	-51
29	METROPOLITAN WEST TOTA	592905509	X				1/8/2013	12/6/2016	2,179	2,220				41	0
30	METROPOLITAN WEST TOTA	592905509	X				1/8/2013	12/6/2016	4,080	4,156				0	-76
31	METROPOLITAN WEST TOTA	592905509	X				3/31/2014	12/6/2016	3,204	3,204				0	0
32	METROPOLITAN WEST TOTA	592905509	X				1/8/2013	12/6/2016	2,414	2,459				45	0
33	OPPENHEIMER DEVELOPING	683974505	X				12/2/2016	12/6/2016	10	10				0	0
34	OPPENHEIMER DEVELOPING	683974505	X				12/2/2016	12/6/2016	3,189	3,152				0	37
35	OPPENHEIMER DEVELOPING	683974505	X				12/2/2015	12/6/2016	4,337	4,202				0	135
36	OPPENHEIMER DEVELOPING	683974505	X				12/5/2014	12/6/2016	3,603	4,119				0	-516
37	OPPENHEIMER DEVELOPING	683974505	X				12/9/2013	12/6/2016	1,626	1,891				0	-265
38	OPPENHEIMER DEVELOPING	683974505	X				1/8/2013	12/6/2016	7	8				0	-1
39	METROPOLITAN WEST TOTA	592905509	X				1/30/2015	12/6/2016	1,954	2,029				0	-75
40	METROPOLITAN WEST TOTA	592905509	X				12/31/2014	12/6/2016	2,424	2,474				0	-50
41	METROPOLITAN WEST TOTA	592905509	X				10/31/2014	12/6/2016	2,424	2,470				0	-46
42	METROPOLITAN WEST TOTA	592905509	X				9/30/2014	12/6/2016	2,787	2,821				0	-34
43	METROPOLITAN WEST TOTA	592905509	X				11/28/2014	12/6/2016	2,435	2,492				0	-57
44	METROPOLITAN WEST TOTA	592905509	X				8/29/2014	12/6/2016	2,830	2,886				0	-56
45	METROPOLITAN WEST TOTA	592905509	X				7/31/2014	12/6/2016	3,129	3,167				0	-38
46	METROPOLITAN WEST TOTA	592905509	X				6/30/2014	12/6/2016	3,022	3,068				0	-46
47	METROPOLITAN WEST TOTA	592905509	X				5/31/2016	12/6/2016	2,755	2,797				0	-42
48	METROPOLITAN WEST TOTA	592905509	X				4/29/2016	12/6/2016	2,510	2,552				0	-42
49	METROPOLITAN WEST TOTA	592905509	X				3/31/2016	12/6/2016	2,723	2,762				0	-39
50	METROPOLITAN WEST TOTA	592905509	X				2/29/2016	12/6/2016	1,965	1,980				0	-15
51	METROPOLITAN WEST TOTA	592905509	X				1/29/2016	12/6/2016	2,232	2,243				0	-11
52	METROPOLITAN WEST TOTA	592905509	X				12/31/2015	12/6/2016	2,563	2,549				0	14
53	METROPOLITAN WEST TOTA	592905509	X				11/30/2015	12/6/2016	2,264	2,287				0	-23
54	METROPOLITAN WEST TOTA	592905509	X				10/30/2015	12/6/2016	2,157	2,186				0	-29
55	METROPOLITAN WEST TOTA	592905509	X				9/30/2015	12/6/2016	2,072	2,101				0	-29
56	METROPOLITAN WEST TOTA	592905509	X				8/31/2015	12/6/2016	2,456	2,486				0	-30
57	METROPOLITAN WEST TOTA	592905509	X				7/31/2015	12/6/2016	2,520	2,561				0	-41
58	METROPOLITAN WEST TOTA	592905509	X				6/30/2015	12/6/2016	2,446	2,475				0	-29
59	METROPOLITAN WEST TOTA	592905509	X				5/29/2015	12/6/2016	2,745	2,809				0	-64
60	METROPOLITAN WEST TOTA	592905509	X				4/30/2015	12/6/2016	2,157	2,216				0	-59
61	METROPOLITAN WEST TOTA	592905509	X				3/31/2015	12/6/2016	1,922	1,982				0	-60
62	METROPOLITAN WEST TOTA	592905509	X				6/30/2016	12/6/2016	2,531	2,605				0	-74
63	METROPOLITAN WEST TOTA	592905509	X				2/27/2015	12/6/2016	1,922	1,976				0	-54
64	POWERSHARS BUYBCK ACH	73935X286	X				10/3/2016	12/6/2016	3,708	3,453				0	255
65	POWERSHARS BUYBCK ACH	73935X286	X				4/1/2016	12/6/2016	2,997	2,659				0	338
66	POWERSHARS BUYBCK ACH	73935X286	X				1/5/2016	12/6/2016	4,012	3,545				0	467
67	POWERSHARS BUYBCK ACH	73935X286	X				10/1/2015	12/6/2016	3,301	2,854				0	447
68	POWERSHARS BUYBCK ACH	73935X286	X				4/1/2015	12/6/2016	1,168	1,134				0	34
69	POWERSHARS BUYBCK ACH	73935X286	X				1/5/2015	12/6/2016	3,809	3,574				0	235
70	POWERSHARS BUYBCK ACH	73935X286	X				10/1/2014	12/6/2016	2,895	2,548				0	347
71	POWERSHARS BUYBCK ACH	73935X286	X				10/1/2014	12/6/2016	51	45				0	6
72	POWERSHARS BUYBCK ACH	73935X286	X				7/1/2014	12/6/2016	4,673	4,133				0	540

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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Capital Gains/Losses	6,524,463	6,011,810	512,653
Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
73	POWERSHARS BUYBCK ACH	73935X286	X				6/20/2013	12/6/2016	52,210	36,462				0	15,748
74	POWERSHARS BUYBCK ACH	73935X286	X				6/20/2013	12/6/2016	51	35				0	16
75	POWERSHARS BUYBCK ACH	73935X286	X				6/20/2013	12/6/2016	51	35				0	16
76	POWERSHARS BUYBCK ACH	73935X286	X				6/20/2013	12/6/2016	51	35				0	16
77	POWERSHARS BUYBCK ACH	73935X286	X				7/1/2015	12/6/2016	3,708	3,592				0	116
78	POWERSHARS BUYBCK ACH	73935X286	X				7/1/2016	12/6/2016	5,079	4,513				0	566
79	PRINCIPAL MIDCAP FUND	74255L795	X				6/28/2016	12/6/2016	5	4				0	1
80	PRINCIPAL MIDCAP FUND	74255L795	X				3/23/2016	12/6/2016	80,564	72,479				0	8,085
81	PRUDENTIAL SHORT TERM	74441R508	X				11/30/2016	12/6/2016	9	9				0	0
82	INVESCO EUROPEAN SMALL	00141L814	X				5/13/2016	12/6/2016	9	9				0	0
83	OPPENHEIMER DEVELOPING	683974505	X				1/8/2013	12/6/2016	34,933	38,476				0	-3,543
84	FPA CRESCENT FUND	30254T759	X				3/22/2013	6/28/2016	84,439	83,658				0	781
85	FPA CRESCENT FUND	30254T759	X				1/8/2013	6/28/2016	56,929	53,532				0	3,397
86	FPA CRESCENT FUND	30254T759	X				3/22/2013	6/28/2016	30	30				0	0
87	FPA CRESCENT FUND	30254T759	X				3/22/2013	12/6/2016	54,655	48,590				0	6,065
88	FPA CRESCENT FUND	30254T759	X				4/1/2013	12/6/2016	43,670	38,901				0	4,769
89	FPA CRESCENT FUND	30254T759	X				7/5/2016	12/6/2016	7	6				0	1
90	FIDELITY ADV HEALTH CARE	315918821	X				5/20/2016	12/6/2016	38,218	38,834				0	-616
91	FIDELITY ADV HEALTH CARE	315918821	X				6/28/2016	12/6/2016	15	15				0	0
92	FIDELITY ADVISOR NEW	316071604	X				2/16/2016	12/6/2016	7	6				0	1
93	FIDELITY ADVISOR NEW	316071604	X				12/14/2015	12/6/2016	4,619	4,331				0	288
94	FIDELITY ADVISOR NEW	316071604	X				12/15/2014	12/6/2016	3,192	3,032				0	160
95	FIDELITY ADVISOR NEW	316071604	X				1/8/2013	12/6/2016	106,903	89,881				0	17,022
96	VANGUARD HIGH DVD YIELD	921946406	X				12/29/2015	12/6/2016	17,409	15,772				0	1,637
97	VANGUARD HIGH DVD YIELD	921946406	X				9/30/2015	12/6/2016	16,513	13,768				0	2,745
98	VANGUARD HIGH DVD YIELD	921946406	X				7/6/2015	12/6/2016	16,064	14,481				0	1,583
99	VANGUARD HIGH DVD YIELD	921946406	X				3/30/2015	12/6/2016	12,926	11,827				0	1,099
100	VANGUARD HIGH DVD YIELD	921946406	X				12/26/2014	12/6/2016	15,317	14,330				0	987
101	VANGUARD HIGH DVD YIELD	921946406	X				9/29/2014	12/6/2016	13,375	11,846				0	1,529
102	VANGUARD HIGH DVD YIELD	921946406	X				6/30/2014	12/6/2016	13,001	11,531				0	1,470
103	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	119,027	80,080				0	38,947
104	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	75	50				0	25
105	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	75	50				0	25
106	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	75	50				0	25
107	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	75	50				0	25
108	VANGUARD HIGH DVD YIELD	921946406	X				1/8/2013	12/6/2016	75	50				0	25
109	VANGUARD 500 INDEX FUND	922908363	X				9/20/2016	12/6/2016	6,713	6,496				0	217
110	VANGUARD 500 INDEX FUND	922908363	X				6/28/2016	12/6/2016	7,730	7,025				0	705
111	VANGUARD 500 INDEX FUND	922908363	X				3/29/2016	12/6/2016	8,136	7,443				0	693
112	VANGUARD 500 INDEX FUND	922908363	X				12/29/2015	12/6/2016	6,712	6,252				0	460
113	VANGUARD 500 INDEX FUND	922908363	X				9/28/2015	12/6/2016	6,102	5,276				0	826
114	VANGUARD 500 INDEX FUND	922908363	X				6/29/2015	12/6/2016	5,289	4,960				0	329
115	VANGUARD 500 INDEX FUND	922908363	X				3/30/2015	12/6/2016	5,899	5,503				0	396
116	VANGUARD 500 INDEX FUND	922908363	X				3/3/2015	12/6/2016	203	193				0	10
117	VANGUARD 500 INDEX FUND	922908363	X				3/3/2015	12/6/2016	203	193				0	10
118	VANGUARD 500 INDEX FUND	922908363	X				2/20/2014	12/6/2016	72,820	60,379				0	12,441
119	VANGUARD 500 INDEX FUND	922908363	X				2/20/2014	12/6/2016	203	169				0	34
120	WASHINGTON ST VARIOUS	93974CJ43	X				5/22/2014	5/9/2016	286,011	269,371				0	16,640
121	WASHINGTON ST VARIOUS	93974CJ43	X				5/22/2014	5/9/2016	608,535	572,974				0	35,561
122	FIDELITY ADVISOR NEW	316071604	X				2/16/2016	12/6/2016	112	94				0	18
123	FIRST EAGLE	32008F606	X				1/8/2013	12/6/2016	8	7				0	1
124	FIRST EAGLE	32008F606	X				12/18/2015	12/6/2016	2	2				0	0
125	FIRST EAGLE	32008F606	X				12/17/2014	12/6/2016	14,403	12,979				0	1,424
126	FIRST EAGLE	32008F606	X				1/8/2013	12/6/2016	139,935	120,688				0	19,247
127	FIRST EAGLE	32008F606	X				12/18/2015	12/6/2016	8,255	7,424				0	831
128	FLORIDA ST BRD ED PUB ED	34153PSW9	X				3/10/2011	5/9/2016	840,510	778,967				0	61,543
129	THE OAKMARK INTL FUND	413838202	X				3/3/2015	12/6/2016	52,390	57,686				0	-5,296
130	THE OAKMARK INTL FUND	413838202	X				11/29/2016	12/6/2016	12,597	12,208				0	389
131	THE OAKMARK INTL FUND	413838202	X				3/3/2015	12/6/2016	6	6				0	0
132	THE OAKMARK INTL FUND	413838202	X				11/29/2016	12/6/2016	5	5				0	0
133	LOOMIS SAYLES STRATEGIC	543487250	X				7/27/2015	12/6/2016	2,630	2,801				0	-171
134	LOOMIS SAYLES STRATEGIC	543487250	X				4/24/2015	12/6/2016	2,399	2,696				0	-297
135	LOOMIS SAYLES STRATEGIC	543487250	X				3/26/2015	12/6/2016	1,792	1,995				0	-203
136	LOOMIS SAYLES STRATEGIC	543487250	X				5/25/2016	12/6/2016	2,139	2,075				0	64
137	LOOMIS SAYLES STRATEGIC	543487250	X				10/27/2014	12/6/2016	2,167	2,500				333	0
138	LOOMIS SAYLES STRATEGIC	543487250	X				8/26/2014	12/6/2016	1,835	2,176				340	-1
139	LOOMIS SAYLES STRATEGIC	543487250	X				5/27/2014	12/6/2016	636	744				109	1
140	LOOMIS SAYLES STRATEGIC	543487250	X				1/8/2013	12/6/2016	14	16				1	-1
141	LOOMIS SAYLES STRATEGIC	543487250	X				1/8/2013	12/6/2016	6,980	7,549				570	1
142	LOOMIS SAYLES STRATEGIC	543487250	X				9/26/2016	12/6/2016	1,098	1,113				0	-15
143	LOOMIS SAYLES STRATEGIC	543487250	X				9/25/2015	12/6/2016	2,182	2,227				0	-45
144	LOOMIS SAYLES STRATEGIC	543487250	X				6/24/2016	12/6/2016	1,344	1,338				0	6

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	300,242		Capital Gains/Losses	6,524,463	6,011,810	512,653
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
145	LOOMIS SAYLES STRATEGIC	543487250	X				10/26/2016	12/6/2016	3,208	3,239				0	-31
146	LOOMIS SAYLES STRATEGIC	543487250	X				10/27/2015	12/6/2016	2,052	2,160				0	-108
147	LOOMIS SAYLES STRATEGIC	543487250	X				6/24/2015	12/6/2016	2,818	3,112				0	-294
148	LOOMIS SAYLES STRATEGIC	543487250	X				8/25/2015	12/6/2016	3,150	3,235				0	-85
149	LOOMIS SAYLES STRATEGIC	543487250	X				2/29/2016	12/6/2016	1,936	1,762				0	174
150	LOOMIS SAYLES STRATEGIC	543487250	X				6/24/2014	12/6/2016	549	652				103	0
151	LOOMIS SAYLES STRATEGIC	543487250	X				11/29/2016	12/6/2016	4	4				0	0
152	LOOMIS SAYLES STRATEGIC	543487250	X				3/26/2015	12/6/2016	246	274				28	0
153	LOOMIS SAYLES STRATEGIC	543487250	X				7/28/2014	12/6/2016	1,633	1,948				315	0
154	LOOMIS SAYLES STRATEGIC	543487250	X				11/25/2014	12/6/2016	2,890	3,384				494	0
155	LOOMIS SAYLES STRATEGIC	543487250	X				9/25/2014	12/6/2016	1,922	2,250				329	1
156	LOOMIS SAYLES STRATEGIC	543487250	X				1/8/2013	12/6/2016	14	16				1	-1
157	LOOMIS SAYLES STRATEGIC	543487250	X				1/8/2013	12/6/2016	14	16				1	-1
158	LOOMIS SAYLES STRATEGIC	543487250	X				11/29/2016	12/6/2016	3,020	2,999				0	21
159	LOOMIS SAYLES STRATEGIC	543487250	X				8/24/2016	12/6/2016	1,243	1,263				0	-20
160	LOOMIS SAYLES STRATEGIC	543487250	X				7/26/2016	12/6/2016	1,517	1,529				0	-12
161	LOOMIS SAYLES STRATEGIC	543487250	X				4/26/2016	12/6/2016	1,358	1,322				0	36
162	LOOMIS SAYLES STRATEGIC	543487250	X				3/29/2016	12/6/2016	1,922	1,821				0	101
163	LOOMIS SAYLES STRATEGIC	543487250	X				1/29/2016	12/6/2016	1,069	974				0	95
164	LOOMIS SAYLES STRATEGIC	543487250	X				6/24/2014	12/6/2016	1,402	1,665				263	0
165	LOOMIS SAYLES STRATEGIC	543487250	X				12/18/2015	12/6/2016	9,913	9,357				0	556
166	LOOMIS SAYLES STRATEGIC	543487250	X				11/25/2015	12/6/2016	2,847	2,945				0	-98
167	LOOMIS SAYLES STRATEGIC	543487250	X				12/17/2014	12/6/2016	4,393	4,852				459	0
168	LOOMIS SAYLES STRATEGIC	543487250	X				2/26/2015	12/6/2016	3,136	3,554				419	1
169	LOOMIS SAYLES STRATEGIC	543487250	X				1/29/2015	12/6/2016	2,774	3,103				328	-1
170	LOOMIS SAYLES STRATEGIC	543487250	X				5/26/2015	12/6/2016	3,034	3,398				0	-364
171	MFS UTILITIES FD CL I	552986879	X				11/2/2015	1/20/2016	15	19				0	-4
172	MFS UTILITIES FD CL I	552986879	X				11/2/2015	1/20/2016	1,179	1,487				0	-308
173	MFS UTILITIES FD CL I	552986879	X				12/31/2014	1/20/2016	1,546	2,181				0	-635
174	MFS UTILITIES FD CL I	552986879	X				1/17/2014	1/20/2016	473,296	648,267				0	-174,971
175	MFS UTILITIES FD CL I	552986879	X				12/22/2015	1/20/2016	15	17				0	-2
176	MFS UTILITIES FD CL I	552986879	X				12/22/2014	1/20/2016	24,083	34,040				0	-9,957
177	MFS UTILITIES FD CL I	552986879	X				10/1/2015	1/20/2016	1,087	1,316				0	-229
178	MFS UTILITIES FD CL I	552986879	X				9/2/2014	1/20/2016	1,133	1,767				0	-634
179	MFS UTILITIES FD CL I	552986879	X				9/1/2015	1/20/2016	15	21				0	-6
180	MFS UTILITIES FD CL I	552986879	X				6/2/2014	1/20/2016	15	23				0	-8
181	MFS UTILITIES FD CL I	552986879	X				9/1/2015	1/20/2016	1,010	1,312				0	-302
182	MFS UTILITIES FD CL I	552986879	X				8/3/2015	1/20/2016	15	21				0	-6
183	MFS UTILITIES FD CL I	552986879	X				12/22/2014	1/20/2016	5,680	8,028				0	-2,348
184	MFS UTILITIES FD CL I	552986879	X				8/3/2015	1/20/2016	949	1,314				0	-365
185	MFS UTILITIES FD CL I	552986879	X				12/22/2014	1/20/2016	15	24				0	-9
186	MFS UTILITIES FD CL I	552986879	X				8/1/2014	1/20/2016	15	23				0	-8
187	MFS UTILITIES FD CL I	552986879	X				7/1/2014	1/20/2016	1,117	1,763				0	-646
188	MFS UTILITIES FD CL I	552986879	X				7/1/2015	1/20/2016	964	1,331				0	-367
189	MFS UTILITIES FD CL I	552986879	X				6/1/2015	1/20/2016	15	22				0	-7
190	MFS UTILITIES FD CL I	552986879	X				12/1/2014	1/20/2016	1,240	1,914				0	-674
191	MFS UTILITIES FD CL I	552986879	X				6/1/2015	1/20/2016	903	1,309				0	-406
192	MFS UTILITIES FD CL I	552986879	X				12/22/2015	1/20/2016	33,330	36,029				0	-2,699
193	MFS UTILITIES FD CL I	552986879	X				12/22/2015	1/20/2016	398	430				0	-32
194	MFS UTILITIES FD CL I	552986879	X				5/1/2015	1/20/2016	918	1,325				0	-407
195	MFS UTILITIES FD CL I	552986879	X				2/2/2015	1/20/2016	934	1,300				0	-366
196	MFS UTILITIES FD CL I	552986879	X				11/3/2014	1/20/2016	1,163	1,779				0	-616
197	MFS UTILITIES FD CL I	552986879	X				10/1/2014	1/20/2016	15	23				0	-8
198	MFS UTILITIES FD CL I	552986879	X				4/1/2015	1/20/2016	15	22				0	-7
199	MFS UTILITIES FD CL I	552986879	X				8/1/2014	1/20/2016	1,179	1,771				0	-592
200	MFS UTILITIES FD CL I	552986879	X				4/1/2015	1/20/2016	934	1,322				0	-388
201	MFS UTILITIES FD CL I	552986879	X				12/31/2015	1/20/2016	3	3				0	0
202	MFS UTILITIES FD CL I	552986879	X				12/31/2015	1/20/2016	2,296	2,534				0	-238
203	MFS UTILITIES FD CL I	552986879	X				4/1/2014	1/20/2016	15	22				0	-7
204	MFS UTILITIES FD CL I	552986879	X				12/22/2015	1/20/2016	15	18				0	-3
205	MFS UTILITIES FD CL I	552986879	X				12/31/2014	1/20/2016	15	22				0	-7
206	MFS UTILITIES FD CL I	552986879	X				10/1/2014	1/20/2016	1,194	1,789				0	-595
207	MFS UTILITIES FD CL I	552986879	X				3/2/2015	1/20/2016	918	1,304				0	-386
208	MFS UTILITIES FD CL I	552986879	X				12/1/2015	1/20/2016	1,240	1,492				0	-252
209	MAINSTAY HIGH YIELD	56062X708	X				11/30/2016	12/6/2016	4	4				0	0
210	MAINSTAY HIGH YIELD	56062X708	X				11/30/2016	12/6/2016	5,142	5,115				0	27
211	MAINSTAY HIGH YIELD	56062X708	X				10/31/2016	12/6/2016	5,062	5,089				0	-27
212	MAINSTAY HIGH YIELD	56062X708	X				9/30/2016	12/6/2016	5,016	5,049				0	-33
213	INVESCO EUROPEAN SMALL	00141L814	X				5/13/2016	12/6/2016	2	2				0	0
214	AMERICAN BEACON THE	024527301	X				4/4/2016	12/6/2016	3,263	3,117				0	146
215	AMERICAN BEACON THE	024527301	X				12/15/2015	12/6/2016	96,376	89,994				0	6,382
216	AMERICAN BEACON THE	024527301	X				9/2/2016	12/6/2016	4,079	4,082				3	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount		Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	300,242		Capital Gains/Losses	6,524,463	6,011,810	512,653
Short Term CG Distributions	0		Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
217	AMERICAN BEACON THE	024527301	X				8/2/2016	12/6/2016	15	15				0	0
218	AMERICAN BEACON THE	024527301	X				12/2/2016	12/6/2016	2	2				0	0
219	AMERICAN BEACON THE	024527301	X				7/5/2016	12/6/2016	3,611	3,575				0	36
220	AMERICAN BEACON THE	024527301	X				8/2/2016	12/6/2016	997	1,005				8	0
221	AMERICAN BEACON THE	024527301	X				12/2/2016	12/6/2016	3,898	3,860				0	38
222	AMERICAN BEACON THE	024527301	X				3/2/2016	12/6/2016	3,596	3,313				0	283
223	AMERICAN BEACON THE	024527301	X				11/2/2016	12/6/2016	1,677	1,596				0	81
224	AMERICAN BEACON THE	024527301	X				6/2/2016	12/6/2016	3,490	3,366				0	124
225	AMERICAN BEACON THE	024527301	X				5/3/2016	12/6/2016	1,526	1,456				0	70
226	AMERICAN BEACON THE	024527301	X				10/4/2016	12/6/2016	2,478	2,432				0	46
227	AMERICAN BEACON THE	024527301	X				8/2/2016	12/6/2016	15	15				0	0
228	AMERICAN BEACON THE	024527301	X				12/15/2015	12/6/2016	4	3				0	1
229	COHEN & STEERS GLOBAL	19247N409	X				12/11/2014	12/6/2016	3,582	3,570				0	12
230	COHEN & STEERS GLOBAL	19247N409	X				6/30/2015	12/6/2016	6,356	6,218				0	138
231	COHEN & STEERS GLOBAL	19247N409	X				1/2/2015	12/6/2016	50	51				0	-1
232	COHEN & STEERS GLOBAL	19247N409	X				6/30/2016	12/6/2016	9,231	9,703				471	-1
233	COHEN & STEERS GLOBAL	19247N409	X				6/30/2016	12/6/2016	12	12				0	0
234	COHEN & STEERS GLOBAL	19247N409	X				1/2/2015	12/6/2016	3,077	3,097				20	0
235	COHEN & STEERS GLOBAL	19247N409	X				10/1/2013	12/6/2016	16,552	15,183				0	1,369
236	COHEN & STEERS GLOBAL	19247N409	X				12/10/2015	12/6/2016	6,457	6,326				0	131
237	COHEN & STEERS GLOBAL	19247N409	X				1/2/2015	12/6/2016	50	51				0	-1
238	COHEN & STEERS GLOBAL	19247N409	X				6/30/2014	12/6/2016	4,944	4,874				0	70
239	CONNECTICUT ST	20772JFL1	X				9/11/2013	5/9/2016	595,500	540,347				0	55,153
240	DOUBLELINE TOTAL RETURN	258620103	X				8/31/2015	12/6/2016	3,283	3,354				0	-71
241	DOUBLELINE TOTAL RETURN	258620103	X				12/31/2015	12/6/2016	3,507	3,547				0	-40
242	DOUBLELINE TOTAL RETURN	258620103	X				11/30/2015	12/6/2016	3,134	3,187				0	-53
243	INVESCO EUROPEAN SMALL	00141L814	X				5/13/2016	12/6/2016	40,207	39,152				0	1,055
244	DOUBLELINE TOTAL RETURN	258620103	X				10/31/2016	12/6/2016	3,869	3,939				0	-70
245	DOUBLELINE TOTAL RETURN	258620103	X				9/30/2016	12/6/2016	3,859	3,953				0	-94
246	DOUBLELINE TOTAL RETURN	258620103	X				3/3/2015	12/6/2016	6	6				0	0
247	DOUBLELINE TOTAL RETURN	258620103	X				9/30/2015	12/6/2016	3,305	3,391				0	-86
248	PRUDENTIAL SHORT TERM	74441R508	X				11/30/2016	12/6/2016	2,663	2,661				0	2
249	PRUDENTIAL SHORT TERM	74441R508	X				10/31/2016	12/6/2016	2,553	2,580				0	-27
250	PRUDENTIAL SHORT TERM	74441R508	X				9/30/2016	12/6/2016	2,796	2,834				0	-38
251	PRUDENTIAL SHORT TERM	74441R508	X				8/31/2016	12/6/2016	2,696	2,738				0	-42
252	PRUDENTIAL SHORT TERM	74441R508	X				7/29/2016	12/6/2016	2,719	2,765				0	-46
253	PRUDENTIAL SHORT TERM	74441R508	X				6/30/2016	12/6/2016	2,663	2,702				0	-39
254	PRUDENTIAL SHORT TERM	74441R508	X				5/31/2016	12/6/2016	1,326	1,337				0	-11
255	PRUDENTIAL SHORT TERM	74441R508	X				5/13/2016	12/6/2016	11	11				0	0
256	PRUDENTIAL SHORT TERM	74441R508	X				5/13/2016	12/6/2016	2,575	2,603				28	0
257	PRUDENTIAL SHORT TERM	74441R508	X				5/13/2016	12/6/2016	78,210	79,061				0	-851
258	PRUDENTIAL SHORT TERM	74441R508	X				5/13/2016	12/6/2016	1	1				0	0
259	SPDR S&P MIDCAP 400 ETF	78467Y107	X				2/1/2016	3/23/2016	257	246				0	11
260	SPDR S&P MIDCAP 400 ETF	78467Y107	X				2/1/2016	3/23/2016	3,087	2,856				0	231
261	SPDR S&P MIDCAP 400 ETF	78467Y107	X				2/1/2016	3/23/2016	257	0				0	257
262	SPDR S&P MIDCAP 400 ETF	78467Y107	X				11/2/2015	3/23/2016	257	273				0	-16
263	SPDR S&P MIDCAP 400 ETF	78467Y107	X				11/2/2015	3/23/2016	2,572	2,630				0	-58
264	SPDR S&P MIDCAP 400 ETF	78467Y107	X				11/2/2015	3/23/2016	257	0				0	257
265	DOUBLELINE TOTAL RETURN	258620103	X				5/29/2015	12/6/2016	3,454	3,558				0	-104
266	SPDR S&P MIDCAP 400 ETF	78467Y107	X				1/17/2014	3/23/2016	770,881	736,808				0	34,073
267	SPDR S&P MIDCAP 400 ETF	78467Y107	X				8/3/2015	3/23/2016	2,572	2,740				0	-168
268	SPDR S&P MIDCAP 400 ETF	78467Y107	X				1/17/2014	3/23/2016	257	246				0	11
269	SPDR S&P MIDCAP 400 ETF	78467Y107	X				1/17/2014	3/23/2016	257	246				0	11
270	SPDR S&P MIDCAP 400 ETF	78467Y107	X				2/1/2016	4/25/2016	59	52				0	7
271	SPDR S&P MIDCAP 400 ETF	78467Y107	X				5/2/2016	5/10/2016	2,390	2,401				0	-11
272	SPDR S&P MIDCAP 400 ETF	78467Y107	X				5/1/2015	3/23/2016	257	262				0	-5
273	SPDR S&P MIDCAP 400 ETF	78467Y107	X				5/1/2015	3/23/2016	1,543	1,642				0	-99
274	SPDR S&P MIDCAP 400 ETF	78467Y107	X				5/2/2016	5/23/2016	104	105				0	-1
275	TETON WESTWOOD MIGHTY	88166L876	X				11/28/2016	12/6/2016	0	0				0	0
276	SPDR S&P MIDCAP 400 ETF	78467Y107	X				2/2/2015	3/23/2016	3,087	3,143				0	-56
277	TETON WESTWOOD MIGHTY	88166L876	X				1/22/2013	12/6/2016	28,366	21,188				0	7,178
278	TETON WESTWOOD MIGHTY	88166L876	X				1/22/2013	12/6/2016	26	19				0	7
279	TETON WESTWOOD MIGHTY	88166L876	X				1/8/2013	12/6/2016	52,684	38,262				0	14,422
280	VANGUARD HIGH DVD YIELD	921946406	X				9/20/2016	12/6/2016	26,450	25,367				0	1,083
281	SPDR S&P MIDCAP 400 ETF	78467Y107	X				11/3/2014	3/23/2016	257	248				0	9
282	VANGUARD HIGH DVD YIELD	921946406	X				6/28/2016	12/6/2016	32,727	30,123				0	2,604
283	SPDR S&P MIDCAP 400 ETF	78467Y107	X				11/3/2014	3/23/2016	1,543	1,552				0	-9
284	SPDR S&P MIDCAP 400 ETF	78467Y107	X				8/1/2014	3/23/2016	2,315	2,239				0	76
285	VANGUARD HIGH DVD YIELD	921946406	X				3/22/2016	12/6/2016	26,899	24,731				0	2,168
286	DOUBLELINE TOTAL RETURN	258620103	X				3/31/2016	12/6/2016	3,315	3,381				0	-66
287	DOUBLELINE TOTAL RETURN	258620103	X				11/30/2016	12/6/2016	1	1				0	0
288	DOUBLELINE TOTAL RETURN	258620103	X				2/29/2016	12/6/2016	2,793	2,853				0	-60

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost or Other Basis, Expenses, Depreciation and Adjustments	Net Gain or Loss
Long Term CG Distributions	300,242	Capital Gains/Losses	6,524,463	6,011,810	512,653
Short Term CG Distributions	0	Other sales	0	0	0

	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
289	DOUBLELINE TOTAL RETURN	258620103	X				11/30/2016	12/6/2016	4,147	4,143				0	4
290	DOUBLELINE TOTAL RETURN	258620103	X				7/31/2015	12/6/2016	3,550	3,636				0	-86
291	DOUBLELINE TOTAL RETURN	258620103	X				8/31/2016	12/6/2016	3,944	4,037				0	-93
292	DOUBLELINE TOTAL RETURN	258620103	X				10/30/2015	12/6/2016	3,315	3,384				0	-69
293	DOUBLELINE TOTAL RETURN	258620103	X				6/30/2016	12/6/2016	3,923	4,022				0	-99
294	DOUBLELINE TOTAL RETURN	258620103	X				5/31/2016	12/6/2016	3,592	3,653				0	-61
295	DOUBLELINE TOTAL RETURN	258620103	X				3/3/2015	12/6/2016	25,660	26,453				0	-793
296	DOUBLELINE TOTAL RETURN	258620103	X				3/3/2015	12/6/2016	11	11				0	0
297	DOUBLELINE TOTAL RETURN	258620103	X				3/31/2015	12/6/2016	3,400	3,522				0	-122
298	DOUBLELINE TOTAL RETURN	258620103	X				6/30/2015	12/6/2016	3,422	3,489				0	-67
299	DOUBLELINE TOTAL RETURN	258620103	X				4/30/2015	12/6/2016	3,283	3,388				0	-105
300	DOUBLELINE TOTAL RETURN	258620103	X				1/29/2016	12/6/2016	3,017	3,082				0	-65
301	DOUBLELINE TOTAL RETURN	258620103	X				4/29/2016	12/6/2016	2,995	3,052				0	-57
302	DOUBLELINE TOTAL RETURN	258620103	X				3/3/2015	12/6/2016	3,934	4,055				122	1
303	DOUBLELINE TOTAL RETURN	258620103	X				7/29/2016	12/6/2016	4,061	4,172				0	-111
304	FPA CRESCENT FUND	30254T759	X				1/8/2013	5/20/2016	1	1				0	0
305	FPA CRESCENT FUND	30254T759	X				12/22/2015	5/20/2016	14	14				0	0
306	FPA CRESCENT FUND	30254T759	X				12/23/2014	5/20/2016	4,196	4,555				0	-359
307	FPA CRESCENT FUND	30254T759	X				1/8/2013	5/20/2016	346,318	317,371				0	28,947
308	FPA CRESCENT FUND	30254T759	X				7/2/2015	5/20/2016	528	569				0	-41
309	FPA CRESCENT FUND	30254T759	X				7/2/2014	5/20/2016	7,429	8,190				0	-761
310	FPA CRESCENT FUND	30254T759	X				1/22/2013	6/28/2016	138,092	132,265				0	5,827
311	FPA CRESCENT FUND	30254T759	X				1/8/2013	6/28/2016	18	17				0	1

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

		2,500	0	0	2,500
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	2,500			2,500

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		124,006	74,404	0	49,602
1	UST-MLT FEES AS AGENT	124,006	74,404		49,602

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		7,925	4,832	0	0
1	FOREIGN TAX WITHHELD	4,832	4,832		
2	ESTIMATED EXCISE PAYMENTS	3,093			

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			19,919,458	21,107,692	22,606,164
1				0	
2	INVESCO EUROPEAN SMALL		0	471,941	486,992
3	AMERICAN BEACON THE		0	1,383,352	1,494,256
4	COHEN & STEERS GLOBAL		0	591,311	606,690
5	DOUBLELINE TOTAL RETURN		0	1,244,604	1,204,897
6	UAM FPA CRESCENT PORT		0	1,167,727	1,163,454
7	FIDELITY ADV HEALTH CARE		0	455,682	449,109
8	FIDELITY ADVISOR NEW		0	1,248,036	1,355,032
9	FIRST EAGLE		0	1,833,402	1,921,193
10	HARRIS ASSOC INVT TR OAKMARK INTL I		0	842,308	771,295
11	LOOMIS SAYLES STRATEGIC		0	1,111,767	986,085
12	MAINSTAY HIGH YIELD		0	806,850	885,573
13	METROPOLITAN WEST FDS TOTAL RETU		0	1,492,090	1,458,576
14	OPPENHEIMER DEVELOPING		0	642,787	562,153
15	POWERSHRS EXCG TRDED FD		0	790,064	1,025,694
16	PRINCIPAL MIDCAP BLEND		0	878,327	950,128
17	PRUDENTIAL SHORT TERM		0	1,168,359	1,154,761
18	TETON WESTWOOD MIGHTY		0	801,736	962,454
19	VANGUARD HIGH DVD YIELD		0	2,859,304	3,733,533
20	VANGUARD 500 INDEX FUND		0	1,318,045	1,434,289

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL EXCISE TAX REFUND	1	6,439
2	MUTUAL FUND AND CTF INCOME ADDITION	2	6,604
3	Total	3	13,043

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

1	COST BASIS ADJUSTMENT	1	10,109
2	Total	2	10,109

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

	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						6,224,221	0	5,186	6,016,996	212,411	0	0	0	212,411
1	MAINSTAY HIGH YIELD	56062X708		8/31/2016	12/6/2016	286		0	286	0	0	0	0	0
2	MAINSTAY HIGH YIELD	56062X708		8/31/2016	12/6/2016	4,736		5	4,741	0	0	0	0	0
3	MAINSTAY HIGH YIELD	56062X708		7/29/2016	12/6/2016	5,068		0	5,000	68	0	0	0	68
4	MAINSTAY HIGH YIELD	56062X708		5/31/2016	12/6/2016	5,136		0	4,938	198	0	0	0	198
5	MAINSTAY HIGH YIELD	56062X708		4/29/2016	12/6/2016	3,661		0	3,511	150	0	0	0	150
6	MAINSTAY HIGH YIELD	56062X708		3/31/2016	12/6/2016	3,747		0	3,487	260	0	0	0	260
7	MAINSTAY HIGH YIELD	56062X708		1/29/2016	12/6/2016	3,821		0	3,446	375	0	0	0	375
8	MAINSTAY HIGH YIELD	56062X708		1/20/2016	12/6/2016	23,934		0	21,324	2,610	0	0	0	2,610
9	MAINSTAY HIGH YIELD	56062X708		6/30/2016	12/6/2016	5,131		0	4,970	161	0	0	0	161
10	METROPOLITAN WEST TOTA	592905509		9/30/2013	12/6/2016	2,189		0	2,177	12	0	0	0	12
11	METROPOLITAN WEST TOTA	592905509		11/30/2016	12/6/2016	8		0	8	0	0	0	0	0
12	METROPOLITAN WEST TOTA	592905509		11/30/2016	12/6/2016	2,211		0	2,213	-2	0	0	0	-2
13	METROPOLITAN WEST TOTA	592905509		10/31/2016	12/6/2016	2,275		0	2,328	-53	0	0	0	-53
14	METROPOLITAN WEST TOTA	592905509		9/30/2016	12/6/2016	2,093		0	2,160	-67	0	0	0	-67
15	METROPOLITAN WEST TOTA	592905509		8/31/2016	12/6/2016	2,435		0	2,515	-80	0	0	0	-80
16	METROPOLITAN WEST TOTA	592905509		7/29/2016	12/6/2016	2,809		0	2,906	-97	0	0	0	-97
17	METROPOLITAN WEST TOTA	592905509		4/30/2014	12/6/2016	3,279		0	3,297	-18	0	0	0	-18
18	METROPOLITAN WEST TOTA	592905509		12/31/2013	12/6/2016	1,217		0	1,203	14	0	0	0	14
19	MAINSTAY HIGH YIELD	56062X708		2/29/2016	12/6/2016	3,844		0	3,468	376	0	0	0	376
20	MAINSTAY HIGH YIELD	56062X708		9/30/2016	12/6/2016	6		0	6	0	0	0	0	0
21	METROPOLITAN WEST TOTA	592905509		11/29/2013	12/6/2016	1,784		0	1,784	0	0	0	0	0
22	METROPOLITAN WEST TOTA	592905509		1/31/2014	12/6/2016	1,794		0	1,794	0	0	0	0	0
23	METROPOLITAN WEST TOTA	592905509		10/31/2013	12/6/2016	2 008		0	2,013	-5	0	0	0	-5
24	METROPOLITAN WEST TOTA	592905509		2/28/2014	12/6/2016	2,819		0	2,827	-8	0	0	0	-8
25	METROPOLITAN WEST TOTA	592905509		8/30/2013	12/6/2016	2,232		0	2 199	33	0	0	0	33
26	METROPOLITAN WEST TOTA	592905509		1/8/2013	12/6/2016	11		0	11	0	0	0	0	0
27	METROPOLITAN WEST TOTA	592905509		1/8/2013	12/6/2016	18,745		350	19 094	1	0	0	0	1
28	METROPOLITAN WEST TOTA	592905509		5/30/2014	12/6/2016	3,204		0	3,255	-51	0	0	0	-51
29	METROPOLITAN WEST TOTA	592905509		1/8/2013	12/6/2016	2,179		41	2,220	0	0	0	0	0
30	METROPOLITAN WEST TOTA	592905509		1/8/2013	12/6/2016	4,080		0	4,156	-76	0	0	0	-76
31	METROPOLITAN WEST TOTA	592905509		3/31/2014	12/6/2016	3,204		0	3,204	0	0	0	0	0
32	METROPOLITAN WEST TOTA	592905509		1/8/2013	12/6/2016	2,414		45	2,459	0	0	0	0	0
33	OPPENHEIMER DEVELOPING	683974505		12/2/2016	12/6/2016	10		0	10	0	0	0	0	0
34	OPPENHEIMER DEVELOPING	683974505		12/2/2016	12/6/2016	3,189		0	3,152	37	0	0	0	37
35	OPPENHEIMER DEVELOPING	683974505		12/2/2015	12/6/2016	4,337		0	4,202	135	0	0	0	135
36	OPPENHEIMER DEVELOPING	683974505		12/5/2014	12/6/2016	3,603		0	4,119	-516	0	0	0	-516
37	OPPENHEIMER DEVELOPING	683974505		12/9/2013	12/6/2016	1,626		0	1,891	-265	0	0	0	-265
38	OPPENHEIMER DEVELOPING	683974505		1/8/2013	12/6/2016	7		0	8	-1	0	0	0	-1
39	METROPOLITAN WEST TOTA	592905509		1/30/2015	12/6/2016	1,954		0	2,029	-75	0	0	0	-75
40	METROPOLITAN WEST TOTA	592905509		12/31/2014	12/6/2016	2,424		0	2,474	-50	0	0	0	-50
41	METROPOLITAN WEST TOTA	592905509		10/31/2014	12/6/2016	2,424		0	2,470	-46	0	0	0	-46
42	METROPOLITAN WEST TOTA	592905509		9/30/2014	12/6/2016	2,787		0	2,821	-34	0	0	0	-34
43	METROPOLITAN WEST TOTA	592905509		11/28/2014	12/6/2016	2,435		0	2,492	-57	0	0	0	-57
44	METROPOLITAN WEST TOTA	592905509		8/29/2014	12/6/2016	2,830		0	2,886	-56	0	0	0	-56
45	METROPOLITAN WEST TOTA	592905509		7/31/2014	12/6/2016	3,129		0	3,167	-38	0	0	0	-38
46	METROPOLITAN WEST TOTA	592905509		6/30/2014	12/6/2016	3,022		0	3,068	-46	0	0	0	-46
47	METROPOLITAN WEST TOTA	592905509		5/31/2016	12/6/2016	2,755		0	2,797	-42	0	0	0	-42
48	METROPOLITAN WEST TOTA	592905509		4/29/2016	12/6/2016	2,510		0	2,552	-42	0	0	0	-42
49	METROPOLITAN WEST TOTA	592905509		3/31/2016	12/6/2016	2,723		0	2,762	-39	0	0	0	-39
50	METROPOLITAN WEST TOTA	592905509		2/29/2016	12/6/2016	1,965		0	1,980	-15	0	0	0	-15
51	METROPOLITAN WEST TOTA	592905509		1/29/2016	12/6/2016	2,232		0	2,243	-11	0	0	0	-11
52	METROPOLITAN WEST TOTA	592905509		12/31/2015	12/6/2016	2,563		0	2,549	14	0	0	0	14
53	METROPOLITAN WEST TOTA	592905509		11/30/2015	12/6/2016	2,264		0	2,287	-23	0	0	0	-23
54	METROPOLITAN WEST TOTA	592905509		10/30/2015	12/6/2016	2,157		0	2,186	-29	0	0	0	-29
55	METROPOLITAN WEST TOTA	592905509		9/30/2015	12/6/2016	2,072		0	2,101	-29	0	0	0	-29
56	METROPOLITAN WEST TOTA	592905509		8/31/2015	12/6/2016	2,456		0	2,486	-30	0	0	0	-30
57	METROPOLITAN WEST TOTA	592905509		7/31/2015	12/6/2016	2,520		0	2,561	-41	0	0	0	-41
58	METROPOLITAN WEST TOTA	592905509		6/30/2015	12/6/2016	2,446		0	2,475	-29	0	0	0	-29
59	METROPOLITAN WEST TOTA	592905509		5/29/2015	12/6/2016	2,745		0	2,809	-64	0	0	0	-64
60	METROPOLITAN WEST TOTA	592905509		4/30/2015	12/6/2016	2,157		0	2,216	-59	0	0	0	-59
61	METROPOLITAN WEST TOTA	592905509		3/31/2015	12/6/2016	1,922		0	1,982	-60	0	0	0	-60
62	METROPOLITAN WEST TOTA	592905509		6/30/2016	12/6/2016	2,531		0	2,605	-74	0	0	0	-74
63	METROPOLITAN WEST TOTA	592905509		2/27/2015	12/6/2016	1,922		0	1,976	-54	0	0	0	-54
64	POWERSHARS BUYBCK ACH	73935X286		10/3/2016	12/6/2016	3,708		0	3,453	255	0	0	0	255
65	POWERSHARS BUYBCK ACH	73935X286		4/1/2016	12/6/2016	2,997		0	2,659	338	0	0	0	338
66	POWERSHARS BUYBCK ACH	73935X286		1/5/2016	12/6/2016	4,012		0	3,545	467	0	0	0	467
67	POWERSHARS BUYBCK ACH	73935X286		10/1/2015	12/6/2016	3,301		0	2,854	447	0	0	0	447
68	POWERSHARS BUYBCK ACH	73935X286		4/1/2015	12/6/2016	1,168		0	1,134	34	0	0	0	34
69	POWERSHARS BUYBCK ACH	73935X286		1/5/2015	12/6/2016	3,809		0	3,574	235	0	0	0	235

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

	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						6,224,221	0	5,186	6,016,996	212,411	0	0	0	212,411
70	POWERSHARS BUYBCK ACH	73935X286		10/1/2014	12/6/2016	2,895		0	2,548	347	0	0	0	347
71	POWERSHARS BUYBCK ACH	73935X286		10/1/2014	12/6/2016	51		0	45	6	0	0	0	6
72	POWERSHARS BUYBCK ACH	73935X286		7/1/2014	12/6/2016	4,673		0	4,133	540	0	0	0	540
73	POWERSHARS BUYBCK ACH	73935X286		6/20/2013	12/6/2016	52,210		0	36,462	15,748	0	0	0	15,748
74	POWERSHARS BUYBCK ACH	73935X286		6/20/2013	12/6/2016	51		0	35	16	0	0	0	16
75	POWERSHARS BUYBCK ACH	73935X286		6/20/2013	12/6/2016	51		0	35	16	0	0	0	16
76	POWERSHARS BUYBCK ACH	73935X286		6/20/2013	12/6/2016	51		0	35	16	0	0	0	16
77	POWERSHARS BUYBCK ACH	73935X286		7/1/2015	12/6/2016	3,708		0	3,592	116	0	0	0	116
78	POWERSHARS BUYBCK ACH	73935X286		7/1/2016	12/6/2016	5,079		0	4,513	566	0	0	0	566
79	PRINCIPAL MIDCAP FUND	74255L795		6/28/2016	12/6/2016	5		0	4	1	0	0	0	1
80	PRINCIPAL MIDCAP FUND	74255L795		3/23/2016	12/6/2016	80 564		0	72,479	8 085	0	0	0	8,085
81	PRUDENTIAL SHORT TERM	74441R508		11/30/2016	12/6/2016	9		0	9	0	0	0	0	0
82	INVESCO EUROPEAN SMALL	00141L814		5/13/2016	12/6/2016	9		0	9	0	0	0	0	0
83	OPPENHEIMER DEVELOPING	683974505		1/8/2013	12/6/2016	34 933		0	38,476	-3,543	0	0	0	-3,543
84	FPA CRESCENT FUND	30254T759		3/22/2013	6/28/2016	84,439		0	83,658	781	0	0	0	781
85	FPA CRESCENT FUND	30254T759		1/8/2013	6/28/2016	56,929		0	53,532	3,397	0	0	0	3,397
86	FPA CRESCENT FUND	30254T759		3/22/2013	6/28/2016	30		0	30	0	0	0	0	0
87	FPA CRESCENT FUND	30254T759		3/22/2013	12/6/2016	54,655		0	48,590	6,065	0	0	0	6,065
88	FPA CRESCENT FUND	30254T759		4/1/2013	12/6/2016	43,670		0	38,901	4,769	0	0	0	4,769
89	FPA CRESCENT FUND	30254T759		7/5/2016	12/6/2016	7		0	6	1	0	0	0	1
90	FIDELITY ADV HEALTH CARE	315918821		5/20/2016	12/6/2016	38,218		0	38,834	-616	0	0	0	-616
91	FIDELITY ADV HEALTH CARE	315918821		6/28/2016	12/6/2016	15		0	15	0	0	0	0	0
92	FIDELITY ADVISOR NEW	316071604		2/16/2016	12/6/2016	7		0	6	1	0	0	0	1
93	FIDELITY ADVISOR NEW	316071604		12/14/2015	12/6/2016	4,619		0	4,331	288	0	0	0	288
94	FIDELITY ADVISOR NEW	316071604		12/15/2014	12/6/2016	3,192		0	3,032	160	0	0	0	160
95	FIDELITY ADVISOR NEW	316071604		1/8/2013	12/6/2016	106,903		0	89,881	17,022	0	0	0	17,022
96	VANGUARD HIGH DVD YIELD	921946406		12/29/2015	12/6/2016	17,409		0	15,772	1,637	0	0	0	1,637
97	VANGUARD HIGH DVD YIELD	921946406		9/30/2015	12/6/2016	16,513		0	13,768	2 745	0	0	0	2,745
98	VANGUARD HIGH DVD YIELD	921946406		7/6/2015	12/6/2016	16 064		0	14,481	1,583	0	0	0	1,583
99	VANGUARD HIGH DVD YIELD	921946406		3/30/2015	12/6/2016	12,926		0	11,827	1,099	0	0	0	1,099
100	VANGUARD HIGH DVD YIELD	921946406		12/26/2014	12/6/2016	15,317		0	14,330	987	0	0	0	987
101	VANGUARD HIGH DVD YIELD	921946406		9/29/2014	12/6/2016	13,375		0	11 846	1,529	0	0	0	1,529
102	VANGUARD HIGH DVD YIELD	921946406		6/30/2014	12/6/2016	13,001		0	11,531	1,470	0	0	0	1,470
103	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	119,027		0	80,080	38,947	0	0	0	38,947
104	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	75		0	50	25	0	0	0	25
105	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	75		0	50	25	0	0	0	25
106	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	75		0	50	25	0	0	0	25
107	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	75		0	50	25	0	0	0	25
108	VANGUARD HIGH DVD YIELD	921946406		1/8/2013	12/6/2016	75		0	50	25	0	0	0	25
109	VANGUARD 500 INDEX FUND	922908363		9/20/2016	12/6/2016	6,713		0	6,496	217	0	0	0	217
110	VANGUARD 500 INDEX FUND	922908363		6/28/2016	12/6/2016	7,730		0	7,025	705	0	0	0	705
111	VANGUARD 500 INDEX FUND	922908363		3/29/2016	12/6/2016	8,136		0	7,443	693	0	0	0	693
112	VANGUARD 500 INDEX FUND	922908363		12/29/2015	12/6/2016	6,712		0	6,252	460	0	0	0	460
113	VANGUARD 500 INDEX FUND	922908363		9/28/2015	12/6/2016	6,102		0	5,276	826	0	0	0	826
114	VANGUARD 500 INDEX FUND	922908363		6/29/2015	12/6/2016	5,289		0	4,960	329	0	0	0	329
115	VANGUARD 500 INDEX FUND	922908363		3/30/2015	12/6/2016	5,899		0	5,503	396	0	0	0	396
116	VANGUARD 500 INDEX FUND	922908363		3/3/2015	12/6/2016	203		0	193	10	0	0	0	10
117	VANGUARD 500 INDEX FUND	922908363		3/3/2015	12/6/2016	203		0	193	10	0	0	0	10
118	VANGUARD 500 INDEX FUND	922908363		2/20/2014	12/6/2016	72,820		0	60,379	12,441	0	0	0	12,441
119	VANGUARD 500 INDEX FUND	922908363		2/20/2014	12/6/2016	203		0	169	34	0	0	0	34
120	WASHINGTON ST VARIOUS	93974CJ43		5/22/2014	5/9/2016	286,011		0	269,371	16,640	0	0	0	16,640
121	WASHINGTON ST VARIOUS	93974CJ43		5/22/2014	5/9/2016	608,535		0	572,974	35,561	0	0	0	35,561
122	FIDELITY ADVISOR NEW	316071604		2/16/2016	12/6/2016	112		0	94	18	0	0	0	18
123	FIRST EAGLE	32008F606		1/8/2013	12/6/2016	8		0	7	1	0	0	0	1
124	FIRST EAGLE	32008F606		12/18/2015	12/6/2016	2		0	2	0	0	0	0	0
125	FIRST EAGLE	32008F606		12/17/2014	12/6/2016	14,403		0	12,979	1,424	0	0	0	1,424
126	FIRST EAGLE	32008F606		1/8/2013	12/6/2016	139,935		0	120,688	19,247	0	0	0	19,247
127	FIRST EAGLE	32008F606		12/18/2015	12/6/2016	8,255		0	7,424	831	0	0	0	831
128	FLORIDA ST BRD ED PUB ED	34153PSW9		3/10/2011	5/9/2016	840,510		0	778,967	61,543	0	0	0	61,543
129	THE OAKMARK INTL FUND	413838202		3/3/2015	12/6/2016	52,390		0	57,686	-5,296	0	0	0	-5,296
130	THE OAKMARK INTL FUND	413838202		11/29/2016	12/6/2016	12,597		0	12,208	389	0	0	0	389
131	THE OAKMARK INTL FUND	413838202		3/3/2015	12/6/2016	6		0	6	0	0	0	0	0
132	THE OAKMARK INTL FUND	413838202		11/29/2016	12/6/2016	5		0	5	0	0	0	0	0
133	LOOMIS SAYLES STRATEGIC	543487250		7/27/2015	12/6/2016	2,630		0	2,801	-171	0	0	0	-171
134	LOOMIS SAYLES STRATEGIC	543487250		4/24/2015	12/6/2016	2,399		0	2,696	-297	0	0	0	-297
135	LOOMIS SAYLES STRATEGIC	543487250		3/26/2015	12/6/2016	1,792		0	1,995	-203	0	0	0	-203
136	LOOMIS SAYLES STRATEGIC	543487250		5/25/2016	12/6/2016	2,139		0	2 075	64	0	0	0	64
137	LOOMIS SAYLES STRATEGIC	543487250		10/27/2014	12/6/2016	2,167		333	2,500	0	0	0	0	0
138	LOOMIS SAYLES STRATEGIC	543487250		8/26/2014	12/6/2016	1,835		340	2,176	-1	0	0	0	-1

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	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						6,224,221	0	5,186	6,016,996	212,411	0	0	0	212,411
139	LOOMIS SAYLES STRATEGIC	543487250		5/27/2014	12/6/2016	636		109	744	1	0	0	0	1
140	LOOMIS SAYLES STRATEGIC	543487250		1/8/2013	12/6/2016	14		1	16	-1	0	0	0	-1
141	LOOMIS SAYLES STRATEGIC	543487250		1/8/2013	12/6/2016	6,980		570	7,549	1	0	0	0	1
142	LOOMIS SAYLES STRATEGIC	543487250		9/26/2016	12/6/2016	1,098		0	1,113	-15	0	0	0	-15
143	LOOMIS SAYLES STRATEGIC	543487250		9/25/2015	12/6/2016	2,182		0	2,227	-45	0	0	0	-45
144	LOOMIS SAYLES STRATEGIC	543487250		6/24/2016	12/6/2016	1,344		0	1,338	6	0	0	0	6
145	LOOMIS SAYLES STRATEGIC	543487250		10/26/2016	12/6/2016	3,208		0	3,239	-31	0	0	0	-31
146	LOOMIS SAYLES STRATEGIC	543487250		10/27/2015	12/6/2016	2,052		0	2,160	-108	0	0	0	-108
147	LOOMIS SAYLES STRATEGIC	543487250		6/24/2015	12/6/2016	2,818		0	3,112	-294	0	0	0	-294
148	LOOMIS SAYLES STRATEGIC	543487250		8/25/2015	12/6/2016	3,150		0	3 235	-85	0	0	0	-85
149	LOOMIS SAYLES STRATEGIC	543487250		2/29/2016	12/6/2016	1,936		0	1,762	174	0	0	0	174
150	LOOMIS SAYLES STRATEGIC	543487250		6/24/2014	12/6/2016	549		103	652	0	0	0	0	0
151	LOOMIS SAYLES STRATEGIC	543487250		11/29/2016	12/6/2016	4		0	4	0	0	0	0	0
152	LOOMIS SAYLES STRATEGIC	543487250		3/26/2015	12/6/2016	246		28	274	0	0	0	0	0
153	LOOMIS SAYLES STRATEGIC	543487250		7/28/2014	12/6/2016	1,633		315	1,948	0	0	0	0	0
154	LOOMIS SAYLES STRATEGIC	543487250		11/25/2014	12/6/2016	2,890		494	3,384	0	0	0	0	0
155	LOOMIS SAYLES STRATEGIC	543487250		9/25/2014	12/6/2016	1,922		329	2,250	1	0	0	0	1
156	LOOMIS SAYLES STRATEGIC	543487250		1/8/2013	12/6/2016	14		1	16	-1	0	0	0	-1
157	LOOMIS SAYLES STRATEGIC	543487250		1/8/2013	12/6/2016	14		1	16	-1	0	0	0	-1
158	LOOMIS SAYLES STRATEGIC	543487250		11/29/2016	12/6/2016	3,020		0	2,999	21	0	0	0	21
159	LOOMIS SAYLES STRATEGIC	543487250		8/24/2016	12/6/2016	1,243		0	1,263	-20	0	0	0	-20
160	LOOMIS SAYLES STRATEGIC	543487250		7/26/2016	12/6/2016	1,517		0	1,529	-12	0	0	0	-12
161	LOOMIS SAYLES STRATEGIC	543487250		4/26/2016	12/6/2016	1,358		0	1,322	36	0	0	0	36
162	LOOMIS SAYLES STRATEGIC	543487250		3/29/2016	12/6/2016	1,922		0	1,821	101	0	0	0	101
163	LOOMIS SAYLES STRATEGIC	543487250		1/29/2016	12/6/2016	1,069		0	974	95	0	0	0	95
164	LOOMIS SAYLES STRATEGIC	543487250		6/24/2014	12/6/2016	1,402		263	1,665	0	0	0	0	0
165	LOOMIS SAYLES STRATEGIC	543487250		12/18/2015	12/6/2016	9,913		0	9,357	556	0	0	0	556
166	LOOMIS SAYLES STRATEGIC	543487250		11/25/2015	12/6/2016	2,847		0	2,945	-98	0	0	0	-98
167	LOOMIS SAYLES STRATEGIC	543487250		12/17/2014	12/6/2016	4,393		459	4,852	0	0	0	0	0
168	LOOMIS SAYLES STRATEGIC	543487250		2/26/2015	12/6/2016	3,136		419	3,554	1	0	0	0	1
169	LOOMIS SAYLES STRATEGIC	543487250		1/29/2015	12/6/2016	2,774		328	3,103	-1	0	0	0	-1
170	LOOMIS SAYLES STRATEGIC	543487250		5/26/2015	12/6/2016	3,034		0	3,398	-364	0	0	0	-364
171	MFS UTILITIES FD CL I	552986879		11/2/2015	1/20/2016	15		0	19	-4	0	0	0	-4
172	MFS UTILITIES FD CL I	552986879		11/2/2015	1/20/2016	1,179		0	1,487	-308	0	0	0	-308
173	MFS UTILITIES FD CL I	552986879		12/31/2014	1/20/2016	1,546		0	2,181	-635	0	0	0	-635
174	MFS UTILITIES FD CL I	552986879		1/17/2014	1/20/2016	473,296		0	648,267	-174,971	0	0	0	-174,971
175	MFS UTILITIES FD CL I	552986879		12/22/2015	1/20/2016	15		0	17	-2	0	0	0	-2
176	MFS UTILITIES FD CL I	552986879		12/22/2014	1/20/2016	24,083		0	34,040	-9,957	0	0	0	-9,957
177	MFS UTILITIES FD CL I	552986879		10/1/2015	1/20/2016	1,087		0	1,316	-229	0	0	0	-229
178	MFS UTILITIES FD CL I	552986879		9/2/2014	1/20/2016	1,133		0	1,767	-634	0	0	0	-634
179	MFS UTILITIES FD CL I	552986879		9/1/2015	1/20/2016	15		0	21	-6	0	0	0	-6
180	MFS UTILITIES FD CL I	552986879		6/2/2014	1/20/2016	15		0	23	-8	0	0	0	-8
181	MFS UTILITIES FD CL I	552986879		9/1/2015	1/20/2016	1,010		0	1,312	-302	0	0	0	-302
182	MFS UTILITIES FD CL I	552986879		8/3/2015	1/20/2016	15		0	21	-6	0	0	0	-6
183	MFS UTILITIES FD CL I	552986879		12/22/2014	1/20/2016	5,680		0	8,028	-2,348	0	0	0	-2,348
184	MFS UTILITIES FD CL I	552986879		8/3/2015	1/20/2016	949		0	1,314	-365	0	0	0	-365
185	MFS UTILITIES FD CL I	552986879		12/22/2014	1/20/2016	15		0	24	-9	0	0	0	-9
186	MFS UTILITIES FD CL I	552986879		8/1/2014	1/20/2016	15		0	23	-8	0	0	0	-8
187	MFS UTILITIES FD CL I	552986879		7/1/2014	1/20/2016	1,117		0	1,763	-646	0	0	0	-646
188	MFS UTILITIES FD CL I	552986879		7/1/2015	1/20/2016	964		0	1,331	-367	0	0	0	-367
189	MFS UTILITIES FD CL I	552986879		6/1/2015	1/20/2016	15		0	22	-7	0	0	0	-7
190	MFS UTILITIES FD CL I	552986879		12/1/2014	1/20/2016	1,240		0	1,914	-674	0	0	0	-674
191	MFS UTILITIES FD CL I	552986879		6/1/2015	1/20/2016	903		0	1,309	-406	0	0	0	-406
192	MFS UTILITIES FD CL I	552986879		12/22/2015	1/20/2016	33,330		0	36,029	-2,699	0	0	0	-2,699
193	MFS UTILITIES FD CL I	552986879		12/22/2015	1/20/2016	398		0	430	-32	0	0	0	-32
194	MFS UTILITIES FD CL I	552986879		5/1/2015	1/20/2016	918		0	1,325	-407	0	0	0	-407
195	MFS UTILITIES FD CL I	552986879		2/2/2015	1/20/2016	934		0	1,300	-366	0	0	0	-366
196	MFS UTILITIES FD CL I	552986879		11/3/2014	1/20/2016	1 163		0	1,779	-616	0	0	0	-616
197	MFS UTILITIES FD CL I	552986879		10/1/2014	1/20/2016	15		0	23	-8	0	0	0	-8
198	MFS UTILITIES FD CL I	552986879		4/1/2015	1/20/2016	15		0	22	-7	0	0	0	-7
199	MFS UTILITIES FD CL I	552986879		8/1/2014	1/20/2016	1,179		0	1,771	-592	0	0	0	-592
200	MFS UTILITIES FD CL I	552986879		4/1/2015	1/20/2016	934		0	1,322	-388	0	0	0	-388
201	MFS UTILITIES FD CL I	552986879		12/31/2015	1/20/2016	3		0	3	0	0	0	0	0
202	MFS UTILITIES FD CL I	552986879		12/31/2015	1/20/2016	2,296		0	2,534	-238	0	0	0	-238
203	MFS UTILITIES FD CL I	552986879		4/1/2014	1/20/2016	15		0	22	-7	0	0	0	-7
204	MFS UTILITIES FD CL I	552986879		12/22/2015	1/20/2016	15		0	18	-3	0	0	0	-3
205	MFS UTILITIES FD CL I	552986879		12/31/2014	1/20/2016	15		0	22	-7	0	0	0	-7
206	MFS UTILITIES FD CL I	552986879		10/1/2014	1/20/2016	1,194		0	1,789	-595	0	0	0	-595
207	MFS UTILITIES FD CL I	552986879		3/2/2015	1/20/2016	918		0	1,304	-386	0	0	0	-386

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	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						6,224,221	0	5,186	6,016,996	212,411	0	0	0	212,411
208	MFS UTILITIES FD CL I	552986879		12/1/2015	1/20/2016	1,240		0	1,492	-252	0	0	0	-252
209	MAINSTAY HIGH YIELD	56062X708		11/30/2016	12/6/2016	4		0	4	0	0	0	0	0
210	MAINSTAY HIGH YIELD	56062X708		11/30/2016	12/6/2016	5,142		0	5,115	27	0	0	0	27
211	MAINSTAY HIGH YIELD	56062X708		10/31/2016	12/6/2016	5,062		0	5,089	-27	0	0	0	-27
212	MAINSTAY HIGH YIELD	56062X708		9/30/2016	12/6/2016	5,016		0	5,049	-33	0	0	0	-33
213	INVESCO EUROPEAN SMALL	00141L814		5/13/2016	12/6/2016	2		0	2	0	0	0	0	0
214	AMERICAN BEACON THE	024527301		4/4/2016	12/6/2016	3,263		0	3,117	146	0	0	0	146
215	AMERICAN BEACON THE	024527301		12/15/2015	12/6/2016	96,376		0	89,994	6,382	0	0	0	6,382
216	AMERICAN BEACON THE	024527301		9/2/2016	12/6/2016	4,079		3	4,082	0	0	0	0	0
217	AMERICAN BEACON THE	024527301		8/2/2016	12/6/2016	15		0	15	0	0	0	0	0
218	AMERICAN BEACON THE	024527301		12/2/2016	12/6/2016	2		0	2	0	0	0	0	0
219	AMERICAN BEACON THE	024527301		7/5/2016	12/6/2016	3,611		0	3,575	36	0	0	0	36
220	AMERICAN BEACON THE	024527301		8/2/2016	12/6/2016	997		8	1,005	0	0	0	0	0
221	AMERICAN BEACON THE	024527301		12/2/2016	12/6/2016	3,898		0	3,860	38	0	0	0	38
222	AMERICAN BEACON THE	024527301		3/2/2016	12/6/2016	3,596		0	3,313	283	0	0	0	283
223	AMERICAN BEACON THE	024527301		11/2/2016	12/6/2016	1,677		0	1,596	81	0	0	0	81
224	AMERICAN BEACON THE	024527301		6/2/2016	12/6/2016	3,490		0	3,366	124	0	0	0	124
225	AMERICAN BEACON THE	024527301		5/3/2016	12/6/2016	1,526		0	1,456	70	0	0	0	70
226	AMERICAN BEACON THE	024527301		10/4/2016	12/6/2016	2,478		0	2,432	46	0	0	0	46
227	AMERICAN BEACON THE	024527301		8/2/2016	12/6/2016	15		0	15	0	0	0	0	0
228	AMERICAN BEACON THE	024527301		12/15/2015	12/6/2016	4		0	3	1	0	0	0	1
229	COHEN & STEERS GLOBAL	19247N409		12/11/2014	12/6/2016	3,582		0	3,570	12	0	0	0	12
230	COHEN & STEERS GLOBAL	19247N409		6/30/2015	12/6/2016	6,356		0	6,218	138	0	0	0	138
231	COHEN & STEERS GLOBAL	19247N409		1/2/2015	12/6/2016	50		0	51	-1	0	0	0	-1
232	COHEN & STEERS GLOBAL	19247N409		6/30/2016	12/6/2016	9,231		471	9,703	-1	0	0	0	-1
233	COHEN & STEERS GLOBAL	19247N409		6/30/2016	12/6/2016	12		0	12	0	0	0	0	0
234	COHEN & STEERS GLOBAL	19247N409		1/2/2015	12/6/2016	3,077		20	3,097	0	0	0	0	0
235	COHEN & STEERS GLOBAL	19247N409		10/1/2013	12/6/2016	16,552		0	15,183	1,369	0	0	0	1,369
236	COHEN & STEERS GLOBAL	19247N409		12/10/2015	12/6/2016	6,457		0	6,326	131	0	0	0	131
237	COHEN & STEERS GLOBAL	19247N409		1/2/2015	12/6/2016	50		0	51	-1	0	0	0	-1
238	COHEN & STEERS GLOBAL	19247N409		6/30/2014	12/6/2016	4,944		0	4,874	70	0	0	0	70
239	CONNECTICUT ST	20772JFL1		9/11/2013	5/9/2016	595,500		0	540,347	55,153	0	0	0	55,153
240	DOUBLELINE TOTAL RETURN	258620103		8/31/2015	12/6/2016	3,283		0	3,354	-71	0	0	0	-71
241	DOUBLELINE TOTAL RETURN	258620103		12/31/2015	12/6/2016	3,507		0	3,547	-40	0	0	0	-40
242	DOUBLELINE TOTAL RETURN	258620103		11/30/2015	12/6/2016	3,134		0	3,187	-53	0	0	0	-53
243	INVESCO EUROPEAN SMALL	00141L814		5/13/2016	12/6/2016	40,207		0	39,152	1,055	0	0	0	1 055
244	DOUBLELINE TOTAL RETURN	258620103		10/31/2016	12/6/2016	3,869		0	3,939	-70	0	0	0	-70
245	DOUBLELINE TOTAL RETURN	258620103		9/30/2016	12/6/2016	3,859		0	3,953	-94	0	0	0	-94
246	DOUBLELINE TOTAL RETURN	258620103		3/3/2015	12/6/2016	6		0	6	0	0	0	0	0
247	DOUBLELINE TOTAL RETURN	258620103		9/30/2015	12/6/2016	3,305		0	3,391	-86	0	0	0	-86
248	PRUDENTIAL SHORT TERM	74441R508		11/30/2016	12/6/2016	2 663		0	2,661	2	0	0	0	2
249	PRUDENTIAL SHORT TERM	74441R508		10/31/2016	12/6/2016	2,553		0	2,580	-27	0	0	0	-27
250	PRUDENTIAL SHORT TERM	74441R508		9/30/2016	12/6/2016	2,796		0	2 834	-38	0	0	0	-38
251	PRUDENTIAL SHORT TERM	74441R508		8/31/2016	12/6/2016	2,696		0	2,738	-42	0	0	0	-42
252	PRUDENTIAL SHORT TERM	74441R508		7/29/2016	12/6/2016	2,719		0	2,765	-46	0	0	0	-46
253	PRUDENTIAL SHORT TERM	74441R508		6/30/2016	12/6/2016	2,663		0	2,702	-39	0	0	0	-39
254	PRUDENTIAL SHORT TERM	74441R508		5/31/2016	12/6/2016	1,326		0	1,337	-11	0	0	0	-11
255	PRUDENTIAL SHORT TERM	74441R508		5/13/2016	12/6/2016	11		0	11	0	0	0	0	0
256	PRUDENTIAL SHORT TERM	74441R508		5/13/2016	12/6/2016	2,575		28	2,603	0	0	0	0	0
257	PRUDENTIAL SHORT TERM	74441R508		5/13/2016	12/6/2016	78,210		0	79,061	-851	0	0	0	-851
258	PRUDENTIAL SHORT TERM	74441R508		5/13/2016	12/6/2016	1		0	1	0	0	0	0	0
259	SPDR S&P MIDCAP 400 ETF	78467Y107		2/1/2016	3/23/2016	257		0	246	11	0	0	0	11
260	SPDR S&P MIDCAP 400 ETF	78467Y107		2/1/2016	3/23/2016	3,087		0	2,856	231	0	0	0	231
261	SPDR S&P MIDCAP 400 ETF	78467Y107		2/1/2016	3/23/2016	257		0	0	257	0	0	0	257
262	SPDR S&P MIDCAP 400 ETF	78467Y107		11/2/2015	3/23/2016	257		0	273	-16	0	0	0	-16
263	SPDR S&P MIDCAP 400 ETF	78467Y107		11/2/2015	3/23/2016	2,572		0	2,630	-58	0	0	0	-58
264	SPDR S&P MIDCAP 400 ETF	78467Y107		11/2/2015	3/23/2016	257		0	0	257	0	0	0	257
265	DOUBLELINE TOTAL RETURN	258620103		5/29/2015	12/6/2016	3,454		0	3,558	-104	0	0	0	-104
266	SPDR S&P MIDCAP 400 ETF	78467Y107		1/17/2014	3/23/2016	770,881		0	736,808	34,073	0	0	0	34,073
267	SPDR S&P MIDCAP 400 ETF	78467Y107		8/3/2015	3/23/2016	2,572		0	2 740	-168	0	0	0	-168
268	SPDR S&P MIDCAP 400 ETF	78467Y107		1/17/2014	3/23/2016	257		0	246	11	0	0	0	11
269	SPDR S&P MIDCAP 400 ETF	78467Y107		1/17/2014	3/23/2016	257		0	246	11	0	0	0	11
270	SPDR S&P MIDCAP 400 ETF	78467Y107		2/1/2016	4/25/2016	59		0	52	7	0	0	0	7
271	SPDR S&P MIDCAP 400 ETF	78467Y107		5/2/2016	5/10/2016	2,390		0	2,401	-11	0	0	0	-11
272	SPDR S&P MIDCAP 400 ETF	78467Y107		5/1/2015	3/23/2016	257		0	262	-5	0	0	0	-5
273	SPDR S&P MIDCAP 400 ETF	78467Y107		5/1/2015	3/23/2016	1,543		0	1,642	-99	0	0	0	-99
274	SPDR S&P MIDCAP 400 ETF	78467Y107		5/2/2016	5/23/2016	104		0	105	-1	0	0	0	-1
275	TETON WESTWOOD MIGHTY	88166L876		11/28/2016	12/6/2016	0		0	0	0	0	0	0	0
276	SPDR S&P MIDCAP 400 ETF	78467Y107		2/2/2015	3/23/2016	3,087		0	3,143	-56	0	0	0	-56

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

	Amount
Long Term CG Distributions	300,242
Short Term CG Distributions	0

#	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
						6,224,221	0	5,186	6,016,996	212,411	0	0	0	212,411
277	TETON WESTWOOD MIGHTY	88166L876		1/22/2013	12/6/2016	28,366		0	21,188	7,178	0	0	0	7,178
278	TETON WESTWOOD MIGHTY	88166L876		1/22/2013	12/6/2016	26		0	19	7	0	0	0	7
279	TETON WESTWOOD MIGHTY	88166L876		1/8/2013	12/6/2016	52,684		0	38,262	14,422	0	0	0	14,422
280	VANGUARD HIGH DVD YIELD	921946406		9/20/2016	12/6/2016	26,450		0	25,367	1,083	0	0	0	1,083
281	SPDR S&P MIDCAP 400 ETF	78467Y107		11/3/2014	3/23/2016	257		0	248	9	0	0	0	9
282	VANGUARD HIGH DVD YIELD	921946406		6/28/2016	12/6/2016	32,727		0	30,123	2,604	0	0	0	2,604
283	SPDR S&P MIDCAP 400 ETF	78467Y107		11/3/2014	3/23/2016	1,543		0	1,552	-9	0	0	0	-9
284	SPDR S&P MIDCAP 400 ETF	78467Y107		8/1/2014	3/23/2016	2,315		0	2,239	76	0	0	0	76
285	VANGUARD HIGH DVD YIELD	921946406		3/22/2016	12/6/2016	26,899		0	24,731	2,168	0	0	0	2,168
286	DOUBLELINE TOTAL RETURN	258620103		3/31/2016	12/6/2016	3,315		0	3,381	-66	0	0	0	-66
287	DOUBLELINE TOTAL RETURN	258620103		11/30/2016	12/6/2016	1		0	1	0	0	0	0	0
288	DOUBLELINE TOTAL RETURN	258620103		2/29/2016	12/6/2016	2,793		0	2,853	-60	0	0	0	-60
289	DOUBLELINE TOTAL RETURN	258620103		11/30/2016	12/6/2016	4,147		0	4,143	4	0	0	0	4
290	DOUBLELINE TOTAL RETURN	258620103		7/31/2015	12/6/2016	3,550		0	3,636	-86	0	0	0	-86
291	DOUBLELINE TOTAL RETURN	258620103		8/31/2016	12/6/2016	3,944		0	4,037	-93	0	0	0	-93
292	DOUBLELINE TOTAL RETURN	258620103		10/30/2015	12/6/2016	3,315		0	3,384	-69	0	0	0	-69
293	DOUBLELINE TOTAL RETURN	258620103		6/30/2016	12/6/2016	3,923		0	4,022	-99	0	0	0	-99
294	DOUBLELINE TOTAL RETURN	258620103		5/31/2016	12/6/2016	3,592		0	3,653	-61	0	0	0	-61
295	DOUBLELINE TOTAL RETURN	258620103		3/3/2015	12/6/2016	25,660		0	26,453	-793	0	0	0	-793
296	DOUBLELINE TOTAL RETURN	258620103		3/3/2015	12/6/2016	11		0	11	0	0	0	0	0
297	DOUBLELINE TOTAL RETURN	258620103		3/31/2015	12/6/2016	3,400		0	3 522	-122	0	0	0	-122
298	DOUBLELINE TOTAL RETURN	258620103		6/30/2015	12/6/2016	3,422		0	3,489	-67	0	0	0	-67
299	DOUBLELINE TOTAL RETURN	258620103		4/30/2015	12/6/2016	3,283		0	3,388	-105	0	0	0	-105
300	DOUBLELINE TOTAL RETURN	258620103		1/29/2016	12/6/2016	3,017		0	3,082	-65	0	0	0	-65
301	DOUBLELINE TOTAL RETURN	258620103		4/29/2016	12/6/2016	2,995		0	3,052	-57	0	0	0	-57
302	DOUBLELINE TOTAL RETURN	258620103		3/3/2015	12/6/2016	3,934		122	4,055	1	0	0	0	1
303	DOUBLELINE TOTAL RETURN	258620103		7/29/2016	12/6/2016	4,061		0	4,172	-111	0	0	0	-111
304	FPA CRESCENT FUND	30254T759		1/8/2013	5/20/2016	1		0	1	0	0	0	0	0
305	FPA CRESCENT FUND	30254T759		12/22/2015	5/20/2016	14		0	14	0	0	0	0	0
306	FPA CRESCENT FUND	30254T759		12/23/2014	5/20/2016	4,196		0	4,555	-359	0	0	0	-359
307	FPA CRESCENT FUND	30254T759		1/8/2013	5/20/2016	346,318		0	317,371	28,947	0	0	0	28,947
308	FPA CRESCENT FUND	30254T759		7/2/2015	5/20/2016	528		0	569	-41	0	0	0	-41
309	FPA CRESCENT FUND	30254T759		7/2/2014	5/20/2016	7,429		0	8,190	-761	0	0	0	-761
310	FPA CRESCENT FUND	30254T759		1/22/2013	6/28/2016	138,092		0	132,265	5,827	0	0	0	5,827
311	FPA CRESCENT FUND	30254T759		1/8/2013	6/28/2016	18		0	17	1	0	0	0	1

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										0	0	0
1	STUART A WEITZMAN		169 TACONIC RD	GREENWICH	CT	06831		TRUSTEE	2 00	0		

Part IX-B, Line 3 (990-PF) - Other Program-Related Investments

0

	Description 1	Description 2	Description 3	Amount
1	NONE			

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

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment		2	
3	Second quarter estimated tax payment		3	
4	Third quarter estimated tax payment		4	
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	3,093
7	Total		7	3,093

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

Schedule of Contributors

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

OMB No 1545-0047
2016

Name of the organization	Employer identification number
WEITZMAN FAMILY FOUNDATION	46-6477200

Organization type (check one)

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

Check if your organization is covered by the **General Rule** or a **Special Rule.**

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

General Rule

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

Special Rules

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

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

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

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

Name of organization	Employer identification number
WEITZMAN FAMILY FOUNDATION	46-6477200

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	STUART A WEITZMAN 169 TACONIC ROAD GREENWICH CT 06831 Foreign State or Province Foreign Country	$ 1,850,000	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
	Foreign State or Province Foreign Country	$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

Name of organization	Employer identification number
WEITZMAN FAMILY FOUNDATION	46-6477200

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

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

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

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

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

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

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

Name of organization	Employer identification number
WEITZMAN FAMILY FOUNDATION	46-6477200

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year. (Enter this information once See instructions) ▶ $ 0

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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