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EXTENDED TO NOVEMBER 15, 2017
Return of Private Foundation

OMB No 1545-0052

Form 990-PF

Department of the Treasury
Internal Revenue Service

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.

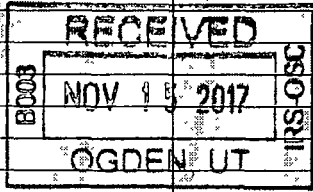
2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation HARRY & ZACKIA SHAlA CHARITABLE FOUNDATION		A Employer identification number 54-1991934
Number and street (or P O box number if mail is not delivered to street address) 8550 MAYLAND DR	Room/suite	B Telephone number (804) 747-0920
City or town, state or province, country, and ZIP or foreign postal code RICHMOND, VA 23294-4704		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 188,739. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received 250.					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments 3.					
4 Dividends and interest from securities 4,772.					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10 6,064.					
b Gross sales price for all assets on line 6a 48,785.					
7 Capital gain net income (from Part IV, line 2) 6,064.					
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11 11,089.					
13 Compensation of officers, directors, trustees, etc 0.					
14 Other employee salaries and wages 0.					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3 1,300.					
c Other professional fees 1,300.					
17 Interest					
18 Taxes STMT 4 203.					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5 1,962.					
24 Total operating and administrative expenses Add lines 13 through 23 3,465.					
25 Contributions, gifts, grants paid 34,000.					
26 Total expenses and disbursements. Add lines 24 and 25 37,465.					
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements <26,376.>					
b Net investment income (if negative, enter -0-) 9,027.					
c Adjusted net income (if negative, enter -0-) N/A					



SCANNED NOV 15 2017

HARRY & ZACKIA SHAIA CHARITABLE
FOUNDATION

Form 990-PF (2016)

54-1991934

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing	4.		
	2	Savings and temporary cash investments	34,276.	8,820.	8,820.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 6	25,925.	25,957.	25,829.
	b	Investments - corporate stock STMT 7	100,356.	100,344.	132,037.
	c	Investments - corporate bonds STMT 8	23,143.	22,207.	22,053.
11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		183,704.	157,328.	188,739.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
22	Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	183,704.	157,328.		
30 Total net assets or fund balances		183,704.	157,328.		
31 Total liabilities and net assets/fund balances		183,704.	157,328.		

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	183,704.
2	Enter amount from Part I, line 27a	2	<26,376.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	157,328.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	157,328.

Form 990-PF (2016)

HARRY & ZACKIA SHAIK CHARITABLE FOUNDATION

Form 990-PF (2016)

54-1991934 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)	
1a					
b SEE ATTACHED STATEMENTS					
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	48,785.	42,721.	6,064.		
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			6,064.		
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	6,064.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		}		3	N/A

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

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

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

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

Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	1,984.	206,305.	.009617
2014	19,265.	219,279.	.087856
2013	19,310.	205,835.	.093813
2012	17,607.	193,263.	.091104
2011	16,293.	195,540.	.083323
2 Total of line 1, column (d)			2 .365713
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 .073143
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 189,432.
5 Multiply line 4 by line 3			5 13,856.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 90.
7 Add lines 5 and 6			7 13,946.
8 Enter qualifying distributions from Part XII, line 4			8 35,653.

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.

HARRY & ZACKIA SHAIA CHARITABLE FOUNDATION

Form 990-PF (2016)

54-1991934 Page 4

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	90.
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	90.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	90.
6	Credits/Payments:		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	100.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	100.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10.
11	Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 10. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

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

Form 990-PF (2016)

HARRY & ZACKIA SHAIJA CHARITABLE
FOUNDATION

Form 990-PF (2016)

54-1991934

Page 5

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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	X	
14 The books are in care of ► HARRY SHAIJA, JR. Telephone no. ► (804) 747-0920 Located at ► 8550 MAYLAND DR, RICHMOND, VA ZIP+4 ► 23294-4704		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		X

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

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

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

Form 990-PF (2016)

HARRY & ZACKIA SHAI A CHARITABLE
FOUNDATION

Form 990-PF (2016)

54-1991934 Page 6

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
HARRY SHAI A, JR. 300 DESOTA DRIVE RICHMOND, VA 23229	PRESIDENT, DIRECTOR	0.00	0.	0.
WILLIAM H. SHAI A, JR. 2245 MECKLENBURG AVENUE CHARLOTTE, NC 28205	SECRETARY	0.00	0.	0.
MICHAEL A. SHAI A 10808 JOHN CUSSONS DRIVE GLEN ALLEN, VA 23060	TREASURER, DIRECTOR	0.00	0.	0.
ANTHONY J. SHAI A 11413 BARRINGTON BRIDGE COURT RICHMOND, VA 23233	VICE-PRESIDENT, DIRECTOR	0.00	0.	0.

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

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

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

HARRY & ZACKIA SHAIA CHARITABLE
FOUNDATION

Form 990-PF (2016)

54-1991934 Page 7

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ▶ **0.**

Form 990-PF (2016)

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	173,668.
b	Average of monthly cash balances	1b	18,649.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	192,317.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	192,317.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,885.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	189,432.
6	Minimum investment return. Enter 5% of line 5	6	9,472.

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	9,472.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	90.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	90.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,382.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	9,382.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	9,382.

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	35,653.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	35,653.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	90.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	35,563.

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.

HARRY & ZACKIA SHAIA CHARITABLE FOUNDATION

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				9,382.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012	5,813.			
c From 2013	9,180.			
d From 2014	8,503.			
e From 2015				
f Total of lines 3a through e	23,496.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$ 35,653.				
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				9,382.
e Remaining amount distributed out of corpus	26,271.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	49,767.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	49,767.			
10 Analysis of line 9:				
a Excess from 2012	5,813.			
b Excess from 2013	9,180.			
c Excess from 2014	8,503.			
d Excess from 2015				
e Excess from 2016	26,271.			

**HARRY & ZACKIA SHAIA CHARITABLE
FOUNDATION**

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

**HARRY SHAIA, JR., 804-747-0920
8550 MAYLAND DRIVE, SUITE ONE, RICHMOND, VA 23294**

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

A LETTER OUTLINING THE REQUEST.

c Any submission deadlines:

NONE

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

THERE WILL BE NO LIMITATIONS OR RESTRICTIONS ON THE CLASS OF INDIVIDUALS WHO WILL BE ELIGIBLE RECIPIENTS.

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 13 AT&T INC		12/31/15	VARIOUS
b .08 ADVANSIX INC		05/25/16	VARIOUS
c 1 AMGEN INC		02/26/15	01/04/16
d 3 APPLE INC		01/29/16	01/04/16
e 6 CVS HEALTH CORPORATION		VARIOUS	VARIOUS
f 1 CARDINAL HEALTH INC		08/23/16	09/22/16
g 3 CHEVRON CORPORATION		02/02/16	09/22/16
h 1 CONOCOPHILLIPS		09/08/16	09/22/16
i 7 CORNING INC		06/30/15	01/04/16
j 6 DUKE ENERGY CORP		10/06/15	VARIOUS
k 3 EXXON MOBIL CORP		05/15/15	01/04/16
l 1 HOME DEPOT INC		04/07/15	01/04/16
m 1 KIMBERLY-CLARK CORP		02/12/16	09/22/16
n 2 NEXTERA ENERGY CORP		06/08/16	09/22/16
o 8 PPL CORPORATION		05/25/16	06/08/16

(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 500.		448.	52.
b 1.		1.	0.
c 156.		159.	<3.>
d 314.		352.	<38.>
e 495.		597.	<102.>
f 78.		82.	<4.>
g 300.		246.	54.
h 41.		43.	<2.>
i 125.		138.	<13.>
j 459.		439.	20.
k 231.		262.	<31.>
l 130.		116.	14.
m 127.		129.	<2.>
n 257.		245.	12.
o 311.		303.	8.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			52.
b			0.
c			<3.>
d			<38.>
e			<102.>
f			<4.>
g			54.
h			<2.>
i			<13.>
j			20.
k			<31.>
l			14.
m			<2.>
n			12.
o			8.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

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 1 PEPSICO INCORPORATED		01/19/16	09/22/16
b 2 PROCTOR & GAMBLE CO		03/27/15	01/04/16
c 23 PRUDENTIAL FINANCIAL INC		VARIOUS	VARIOUS
d 2 TARGET CORP		07/06/16	09/22/16
e 1 3M CO		03/01/16	09/22/16
f 1000 US TREASURY NOTES		04/24/15	01/04/16
g 2000 US TREASURY NOTES		09/24/15	VARIOUS
h 1 UNITED TECHNOLOGIES CORP		05/25/16	11/03/16
i 1 UNITEDHEALTH GROUP INC		03/27/15	01/04/16
j 1 WAL-MART STORES INC		02/18/16	09/22/16
k 1 WHIRLPOOL CORP		03/09/16	09/22/16
l 4 MEDTRONIC PLC		01/27/15	01/04/16
m 8 NAVIGATOR HOLDINGS LTD		05/25/16	12/28/16
n .72 ADVANSIX INC		VARIOUS	VARIOUS
o 2 AMGEN INC		02/26/15	09/22/16

(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 108.		95.	13.
b 155.		165.	<10.>
c 1,621.		2,079.	<458.>
d 137.		140.	<3.>
e 180.		159.	21.
f 991.		997.	<6.>
g 1,997.		1,998.	<1.>
h 101.		101.	0.
i 115.		117.	<2.>
j 72.		63.	9.
k 164.		159.	5.
l 301.		304.	<3.>
m 74.		112.	<38.>
n 12.		6.	6.
o 350.		318.	32.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			13.
b			<10.>
c			<458.>
d			<3.>
e			21.
f			<6.>
g			<1.>
h			0.
i			<2.>
j			9.
k			5.
l			<3.>
m			<38.>
n			6.
o			32.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

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 3 APPLE INC		VARIOUS	09/22/16
b 56 BANK OF AMERICA		VARIOUS	VARIOUS
c 1000 BANK OF AMERICA CORP NOTE		01/28/14	01/04/16
d 15 CVS HEALTH CORPORATION		11/12/15	12/14/16
e 28 CITIGROUP INC		VARIOUS	VARIOUS
f 23 CORNING INC		VARIOUS	VARIOUS
g 1 DISNEY WALT COMPANY		06/09/15	09/22/16
h 13 DOW CHEMICAL COMPANY		VARIOUS	VARIOUS
i 3 DU PONT E.I. DE NEMOURS AND COMPANY		11/21/11	12/09/16
j 88 EMC CORP		VARIOUS	VARIOUS
k 3 EXXON MOBIL CORP		05/15/15	09/22/16
l 51 FORD MOTOR COMPANY		09/07/12	VARIOUS
m 1 HOME DEPOT INC		04/07/15	09/22/16
n 23 INTEL CORP		09/25/12	VARIOUS
o 3 INTERNATIONAL BUSINESS MACHINE CORP		03/26/12	01/20/16

(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 344.		356.	<12.>
b 847.		942.	<95.>
c 998.		1,002.	<4.>
d 1,219.		1,579.	<360.>
e 1,288.		1,432.	<144.>
f 534.		452.	82.
g 94.		108.	<14.>
h 680.		412.	268.
i 224.		129.	95.
j 2,154.		2,188.	<34.>
k 251.		262.	<11.>
l 664.		515.	149.
m 129.		116.	13.
n 825.		525.	300.
o 371.		619.	<248.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<12.>
b			<95.>
c			<4.>
d			<360.>
e			<144.>
f			82.
g			<14.>
h			268.
i			95.
j			<34.>
k			<11.>
l			149.
m			13.
n			300.
o			<248.>

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

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 9 MERCK & CO INC		11/20/13	VARIOUS
b 14 PNC FINANCIAL SERVICES GROUP		09/30/11	VARIOUS
c 122 PPL CORPORATION		VARIOUS	VARIOUS
d 2 PROCTOR & GAMBLE CO		03/27/15	09/22/16
e 1 SCHLUMBERGER LTD		05/17/11	09/22/16
f 4 TIFFANY & CO NEW		08/08/12	VARIOUS
g 5 UNION PACIFIC CORP		11/03/11	VARIOUS
h 1000 US TREASURY NOTES		04/24/15	09/22/16
i 1 UNITEDHEALTH GROUP INC		03/27/15	09/22/16
j 15 WELLS FARGO COMPANY		01/19/11	VARIOUS
k 54 WILLIAMS COMPANIES		VARIOUS	VARIOUS
l 5 MEDTRONIC PLC		01/27/15	09/22/16
m 2 ACE LIMITED		03/16/12	01/04/16
n 1 CHUBB LTD		03/16/12	09/22/16
o 10 BANCO LATINOAMERICANO DE COMERCIO EXTERIORS S.		VARIOUS	VARIOUS

(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 525.		434.	91.
b 1,282.		682.	600.
c 4,656.		3,162.	1,494.
d 177.		165.	12.
e 77.		81.	<4.>
f 294.		233.	61.
g 443.		254.	189.
h 1,000.		997.	3.
i 141.		117.	24.
j 724.		480.	244.
k 937.		1,303.	<366.>
l 439.		378.	61.
m 226.		145.	81.
n 127.		73.	54.
o 270.		259.	11.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			91.
b			600.
c			1,494.
d			12.
e			<4.>
f			61.
g			189.
h			3.
i			24.
j			244.
k			<366.>
l			61.
m			81.
n			54.
o			11.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

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 111 NAVIGATOR HOLDINGS LTD		VARIOUS	VARIOUS
b 0.24 ADVANSIX INC		05/16/05	VARIOUS
c 30 CISCO SYSTEMS INC		04/13/09	VARIOUS
d 5 COSTCO WHSL CORP		07/22/05	VARIOUS
e 23 DU PONT E.I. DE NEMOURS AND COMPANY		05/16/05	VARIOUS
f 35 GENERAL ELECTRIC COMPANY		06/14/02	VARIOUS
g 2000 GENERAL ELEC CAP CORP MEDIUM NOTE		06/19/08	VARIOUS
h 5 HONEYWELL INTERNATIONAL INC		05/16/05	VARIOUS
i 6 INTERNATIONAL BUSINESS MACHINE CORP		12/11/08	VARIOUS
j 21 JPMORGAN CHASE & CO		06/18/10	VARIOUS
k 6 JOHNSON & JOHNSON		06/06/02	VARIOUS
l 27 MICROSOFT CORP		11/04/10	VARIOUS
m 4 NORFOLK SOUTHERN CORP		08/01/07	VARIOUS
n 23 PFIZER INCORPORATED		05/16/05	VARIOUS
o 6 SCHLUMBERGER LTD		08/01/06	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,016.		2,531.	<1,515.>
b 4.		1.	3.
c 879.		536.	343.
d 776.		228.	548.
e 1,506.		1,008.	498.
f 1,066.		1,015.	51.
g 2,059.		1,971.	88.
h 554.		181.	373.
i 754.		492.	262.
j 1,456.		816.	640.
k 657.		355.	302.
l 1,533.		734.	799.
m 351.		211.	140.
n 761.		646.	115.
o 438.		396.	42.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<1,515.>
b			3.
c			343.
d			548.
e			498.
f			51.
g			88.
h			373.
i			262.
j			640.
k			302.
l			799.
m			140.
n			115.
o			42.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6); If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

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 22 UNITED TECHNOLOGIES CORP		05/16/05	VARIOUS
b 20 VERIZON COMMUNICATIONS COM		03/27/07	VARIOUS
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,141.		1,120.	1,021.
b 991.		707.	284.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			1,021.
b			284.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	6,064.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

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

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIRST CLEARING	4,772.	0.	4,772.	4,772.	
TO PART I, LINE 4	4,772.	0.	4,772.	4,772.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,300.	0.		1,300.
TO FORM 990-PF, PG 1, LN 16B	1,300.	0.		1,300.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	178.	0.		178.
SCC FEE	25.	0.		25.
TO FORM 990-PF, PG 1, LN 18	203.	0.		203.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	1,812.	1,812.		0.
BANK CHARGES	60.	0.		60.
LUNCHEONS FOR BENEFICIARIES OF SCHOLARSHIPS	68.	0.		68.
MISCELLANEOUS	22.	0.		22.
TO FORM 990-PF, PG 1, LN 23	1,962.	1,812.		150.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY NOTES - 26000/26000	X		25,957.	25,829.
TOTAL U.S. GOVERNMENT OBLIGATIONS			25,957.	25,829.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			25,957.	25,829.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M CO - 0/4	648.	714.
ACE LIMITED - 19/0	0.	0.
AMGEN INC - 14/19	2,988.	2,778.
APPLE INC - 30/38	4,547.	4,401.
AT&T INC - 58/81	2,834.	3,445.
BAKER HUGHES INC - 0/11	618.	715.
BANCO LATINOAMERICANO - 55/56	1,505.	1,649.
BANK OF AMERICA - 139/90	1,549.	1,989.
CARDINAL HEALTH INC - 0/8	657.	576.
CHEVRON CORPORATION - 0/25	2,318.	2,943.
CHUBB LTD - 0/17	1,288.	2,246.
CISCO SYSTEMS INC - 173/168	3,400.	5,077.
CITIGROUP INC NEW - 89/81	3,934.	4,814.
CONOCOPHILLIPS - 0/36	1,607.	1,805.

CORNING INC - 95/71	1,300.	1,723.
COSTCO WHSL CORP NEW - 27/24	1,292.	3,843.
CVS HEALTH CORPORATION - 16/0	0.	0.
DISNEY WALT COMPANY - 7/13	1,370.	1,355.
DOW CHEMICAL COMPANY - 68/59	2,050.	3,376.
DU PONT E I DE NEMOURS AND CO - 47/24	1,163.	1,762.
DUKE ENERGY CORP - 27/33	2,493.	2,561.
E M C CORP MASS 88/0	0.	0.
EXXON MOBILE CORP - 31/28	2,285.	2,527.
FORD MOTOR COMPANY - 300/271	3,438.	3,287.
GENERAL ELECTRIC CO - 182/160	3,078.	5,056.
HOME DEPOT INC - 14/13	1,475.	1,743.
HONEYWELL INTERNATIONAL INC - 29/26	1,502.	3,012.
INTEL CORP - 127/126	3,109.	4,570.
INTERNATIONAL BUSINESS MACHINES - 15/8	1,552.	1,328.
JOHNSON & JOHNSON - 38/35	2,156.	4,032.
JP MORGAN CHASE & CO - 86/82	3,539.	7,076.
KIMBERLY-CLARK CORP - 0/4	514.	456.
MEDTRONICS PLC - 50/45	3,449.	3,205.
MERCK & CO INC NEW - 46/56	2,852.	3,297.
MICROSOFT CORP - 100/94	3,066.	5,841.
MOSAIC COMPANY - 0/18	553.	528.
NAVIGATOR HOLDINGS LTD - 107/111	0.	0.
NEXTERA ENERGY INC - 0/22	2,689.	2,628.
NORFOLK SOUTHERN CORP - 27/25	1,426.	2,702.
PEPSICO INCORPORATED - 0/12	1,157.	1,256.
PFIZER INC - 135/139	4,015.	4,515.
PNC FINANCIAL SERVICES GROUP - 37/26	1,445.	3,041.
PPL CORPORATION - 122/0	0.	0.
PROCTOR & GAMBLE CO - 27/24	1,986.	2,018.
PRUDENTIAL FINANCIAL INC - 23/0	0.	0.
SCHLUMBERGER LTD - 43/39	3,129.	3,274.
TARGET CORP - 0/22	1,557.	1,589.
TIFFANY & CO - 19/17	1,000.	1,316.
UNION PACIFIC CORP - 31/28	1,485.	2,903.
UNITED TECHNOLOGIES - 22/0	0.	0.
UNITEDHEALTH GROUP INC - 11/10	1,160.	1,600.
VERIZON COMM COM - 83/69	3,155.	3,683.
WAL-MART STORES INC - 0/19	1,283.	1,313.
WELLS FARGO CO - 75/91	3,427.	5,015.
WHIRLPOOL CORP - 0/8	1,301.	1,454.
WILLIAMS COMPANIES - 54/0	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	100,344.	132,037.

FORM. 990-PF

CORPORATE BONDS

STATEMENT 8

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
BANK OF AMERICA CORP NOTE - 12000/12000	12,030.	12,004.
GEN ELECTRIC CAP CORP - 11000/10000	10,177.	10,049.
TOTAL TO FORM 990-PF, PART II, LINE 10C	22,207.	22,053.