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Return of Private Foundation

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

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

2016

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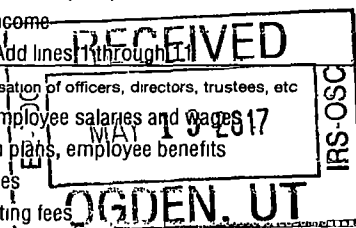
For calendar year 2016 or tax year beginning

, and ending

Name of foundation JOHN C. & ADA K. ARTER MEMORIAL FUND F/B/O UNION MISSION		A Employer identification number 55-6138361
Number and street (or P.O. box number if mail is not delivered to street address) CITY NAT'L BANK, 3601 MACCORKLE AVE, SE	Room/suite	B Telephone number 304-345-9400
City or town, state or province, country, and ZIP or foreign postal code CHARLESTON, WV 25304		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 type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" 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) \$ 2,701,208.	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		48,877.	47,890.		
4 Dividends and interest from securities		28,874.	28,874.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		13,053.			
b Gross sales price for all assets on line 6a		569,682.			
7 Capital gain net income (from Part IV, line 2)			13,053.		
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		90,804.	89,817.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		3,313.	3,313.		0.
c Other professional fees		21,998.	21,998.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		25,311.	25,311.		0.
25 Contributions, gifts, grants paid		135,055.			135,055.
26 Total expenses and disbursements. Add lines 24 and 25		160,366.	25,311.		135,055.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-69,562.			
b Net investment income (if negative, enter -0-)			64,506.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		53,580.	55,843.	80,786.
	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 5		312,952.	185,206.	190,900.
	b	Investments - corporate stock STMT 6		511,668.	501,897.	945,844.
	c	Investments - corporate bonds STMT 7		1,406,511.	1,472,203.	1,483,678.
	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)		2,284,711.	2,215,149.	2,701,208.	
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		2,284,711.	2,215,149.	
30	Total net assets or fund balances		2,284,711.	2,215,149.		
31	Total liabilities and net assets/fund balances		2,284,711.	2,215,149.		

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	2,284,711.
2	Enter amount from Part I, line 27a	2	-69,562.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,215,149.
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	2,215,149.

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 569,682.		556,629.	13,053.

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			13,053.

2 Capital gain net income or (net capital loss)	<div> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	13,053.
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	138,797.	2,682,966.	.051733
2014	137,816.	2,729,864.	.050485
2013	136,690.	2,704,384.	.050544
2012	134,217.	2,668,438.	.050298
2011	137,463.	2,676,048.	.051368

2 Total of line 1, column (d)	2	.254428
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	.050886
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	2,641,121.
5 Multiply line 4 by line 3	5	134,396.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	645.
7 Add lines 5 and 6	7	135,041.
8 Enter qualifying distributions from Part XII, line 4	8	135,055.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	645.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	645.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	645.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	750.	
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	750.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	105.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input checked="" type="checkbox"/> 105. Refunded <input checked="" type="checkbox"/> 0.	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 checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WV		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		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 ► <u>N/A</u>	X	
14 The books are in care of ► <u>GRAY, GRIFFITH & MAYS, A.C.</u> Telephone no. ► <u>304-345-9400</u> Located at ► <u>707 VIRGINIA ST. E., SUITE 400, CHARLESTON, WV</u> ZIP+4 ► <u>25301</u>		
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		X
► 15 987.		
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 ► <input type="checkbox"/>	1b	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here

☒

5b

X

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?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CITY NATIONAL BANK, WV 3601 MACCORKLE AVENUE, SE CHARLESTON, WV 25304	TRUSTEE 0.00	0.	0.	0.

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

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

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

0

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	2,613,972.
b Average of monthly cash balances	1b	67,369.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	2,681,341.
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	2,681,341.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	40,220.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,641,121.
6 Minimum investment return. Enter 5% of line 5	6	132,056.

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	132,056.
2a Tax on investment income for 2016 from Part VI, line 5	2a	645.	
b Income tax for 2016. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	645.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	131,411.
4 Recoveries of amounts treated as qualifying distributions		4	0.
5 Add lines 3 and 4		5	131,411.
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	131,411.

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	135,055.
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	135,055.
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	645.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	134,410.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				131,411.
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	5,311.			
b From 2012	2,254.			
c From 2013	2,837.			
d From 2014	2,603.			
e From 2015	5,709.			
f Total of lines 3a through e	18,714.			
4 Qualifying distributions for 2016 from Part XII, line 4: ► \$	135,055.			
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				131,411.
e Remaining amount distributed out of corpus	3,644.			
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	22,358.			
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	5,311.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	17,047.			
10 Analysis of line 9:				
a Excess from 2012	2,254.			
b Excess from 2013	2,837.			
c Excess from 2014	2,603.			
d Excess from 2015	5,709.			
e Excess from 2016	3,644.			

Part XV Supplementary Information (continued)				
3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<div>a Paid during the year</div> <div> UNION MISSION PO BOX 112 CHARLESTON, WV 25321 </div>			INCOME DISTRIBUTION	135,055.
Total			▶ 3a	135,055.
<div>b Approved for future payment</div> <div>NONE</div>				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						48,877.
4 Dividends and interest from securities						28,874.
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						13,053.
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.		0.		90,804.
13 Total. Add line 12, columns (b), (d), and (e)						90,804.

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

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

[illegible]

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

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

[illegible]

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

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

**Sign
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

Signature of officer or trustee Christopher J. T. [illegible] Date 05/15/17 Title Vice President

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

K. SCOTT PHILLIPS

Firm's name ► **GRAY, GRIFFITH & MAYS, A.C.**

Firm's address ► 707 VIRGINIA STREET, EAST, SUITE 400
CHARLESTON, WV 25301-2711

Phone no. (304) 345-9400

Form **990-PF** (2016)

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 JPMORGAN CHASE & CO NT @ 2.6% DUE 01-15-16		P	09/21/15	01/15/16
b WISE CNTY VA INDL DEV PUB 1.7% 2-1-17		P	05/04/15	04/22/16
c ANCHORAGE ALASKA ELEC UTL 3.00% DUE 12-01-16		P	07/19/16	12/01/16
d GABS CWHEQ 01-15-37		P	10/18/16	12/15/16
e CONOCOPHILLIPS CDA FDG CO I 5.625% DUE 10-15-16		P	08/23/16	10/15/16
f NORTHBROOK ILL 4.375% DUE 12-01-25		P	06/24/16	12/01/16
g PORTLAND ORE WTR SYS REV 4.5% DUE 10-01-27		P	07/19/16	10/03/16
h UNIVERSITY HAWAII REV BD @ 5% DUE 7-15-19		P	05/09/16	07/15/16
i CAMPBELL SOUP CO		P	05/22/12	03/09/16
j LAMB WESTON HLDGS INC		P	10/10/13	12/21/16
k AVON 4.2% 07-15-18		P	12/15/11	11/30/16
l BK AMER 3.625% 3-17-16		P	05/11/12	03/17/16
m BERKSHIR 2.20% 08-15-16		P	10/04/11	08/15/16
n FHLB 2.10% 09-27-21		P	03/19/13	03/04/16
o FHLB BD 1.5% 12/28/22		P	01/20/15	06/28/16

(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 25,000.		25,000.	0.
b 35,000.		35,000.	0.
c 25,000.		25,000.	0.
d 1,220.		1,117.	103.
e 25,000.		25,000.	0.
f 20,000.		20,000.	0.
g 25,000.		25,000.	0.
h 25,000.		25,198.	-198.
i 18,889.		9,828.	9,061.
j 2,919.		1,698.	1,221.
k 52,362.		50,395.	1,967.
l 25,000.		25,052.	-52.
m 20,000.		20,053.	-53.
n 20,000.		19,980.	20.
o 20,000.		19,795.	205.

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			0.
b			0.
c			0.
d			103.
e			0.
f			0.
g			0.
h			-198.
i			9,061.
j			1,221.
k			1,967.
l			-52.
m			-53.
n			20.
o			205.

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	FHLB 2.13% 12-13-22	P	12/21/12	06/17/16
b	FHLB 1.55% 01-17-20	P	01/10/13	07/07/16
c	FFCB 1.24% 07-30-18	P	08/07/12	05/18/16
d	FFCB 1.29% 06-14-19	P	12/27/12	07/13/16
e	GOLDMAN SACHS 2% 4-30-20	P	04/27/15	10/31/16
f	GNMA 3.5% 09-20-41	P	09/15/11	01/20/16
g	GNMA 3.0% 12-16-2041	P	12/05/11	12/16/16
h	HP INC COM	P	12/09/08	04/05/16
i	JPMORGAN STANLEY SENIOR NT @ 3.8% 04-29-16	P	04/04/12	04/29/16
j	MORGAN STANLEY PFG CAP TRUST 6.45% DUE 04-15-67	P	04/20/07	08/03/16
k	PITNEY BOWES 4.75% 1-15-16	P	04/02/09	01/15/16
l	RAILSPLITTER 4.125% 6-1-16	P	12/01/10	06/01/16
m	TORTOISE ENGY INFRA CP PFD 4.375% 12-31-27	P	12/03/12	03/15/16
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 14,815.		14,785.	30.
b 20,000.		20,000.	0.
c 25,000.		24,987.	13.
d 25,000.		24,963.	37.
e 25,000.		25,000.	0.
f 722.		722.	0.
g 2,514.		2,514.	0.
h 3,591.		3,532.	59.
i 20,000.		19,510.	490.
j 27,500.		27,500.	0.
k 25,000.		25,000.	0.
l 25,000.		25,000.	0.
m 15,150.		15,000.	150.
n			
o			

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			30.
b			0.
c			13.
d			37.
e			0.
f			0.
g			0.
h			59.
i			490.
j			0.
k			0.
l			0.
m			150.
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	13,053.
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
CITY NATIONAL BANK	48,877.	47,890.	
TOTAL TO PART I, LINE 3	48,877.	47,890.	

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
CITY NATIONAL BANK	28,874.	0.	28,874.	28,874.	
TO PART I, LINE 4	28,874.	0.	28,874.	28,874.	

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	3,313.	3,313.		0.
TO FORM 990-PF, PG 1, LN 16B	3,313.	3,313.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TRUST FEES	21,998.	21,998.		0.
TO FORM 990-PF, PG 1, LN 16C	21,998.	21,998.		0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS		STATEMENT	5
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT OBLIGA. SEE STMT 8	X		185,206.	190,900.
TOTAL U.S. GOVERNMENT OBLIGATIONS			185,206.	190,900.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			185,206.	190,900.

FORM 990-PF	CORPORATE STOCK		STATEMENT	6
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS SEE STMT 9			501,897.	945,844.
TOTAL TO FORM 990-PF, PART II, LINE 10B			501,897.	945,844.

FORM 990-PF	CORPORATE BONDS		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS SEE STMT 10			1,472,203.	1,483,678.
TOTAL TO FORM 990-PF, PART II, LINE 10C			1,472,203.	1,483,678.

John C. & Ada K. Arter Memorial Fund FBO Union Mission
FEIN 55-6138361
990-PF Balance Sheet
Part II Line 10 A
12/31/2016

Statement 8

Description	Shares	Market Cost Per Share	Cost Basis	12/31/16 Market Value
GNMA 3 0% 12-16-2041	6,042 670	97 593	6,042 67	5,897 22
GNMA 3 00% 05-16-42	25,000 000	94 297	25,000 00	23,574 25
FHLB BD 3 0% 3-27-20	150,000 000	104 203	148,989 00	156,304 50
FHLB BD 2 3% 12/13/22	5,185.190	98 816	5,174.82	5,123 80
			\$ 185,206.49	\$ 190,899.77

John C. & Ada K. Arter Memorial Fund FBO Union Mission

FEIN 55-6138361

990-PF Balance Sheet

Part II Line 10 B

12/31/2016

Statement 9

Description	Shares	Market Cost Per Share	Cost Basis	12/31/16 Market Value
AT&T Inc	300 000	42 530	7,523 99	12,759 00
Abbott Labs	200 000	38 410	4,617 11	7,682 00
Abbvie Inc	200 000	62 620	5,006 88	12,524 00
Amgen Inc	200 000	146 210	12,130 00	29,242 00
Automatic Data Proce	200 000	102 780	6,555 30	20,556 00
BB&T Corp	500 000	47 020	11,307 50	23,510 00
Baker Hughes Inc	150 000	64 970	6,278 28	9,745 50
Berkshire Hathaway	100 000	162 980	7,068 56	16,298 00
Centurylink Inc	200 000	23 780	5,670 00	4,756 00
Chevron Corporation	100 000	117 700	7,637 40	11,770 00
Cisco Sys Inc	300 000	30 220	5,355 74	9,066 00
Coca-Cola Company	800 000	41 460	19,188 25	33,168 00
Congra Foods Inc	250 000	39 550	5,933 14	9,887 50
Conocophillips	200 000	50 140	6,974 73	10,028 00
Walt Disney Company	200 000	104 220	5,832 93	20,844 00
Dollar Gen Corp New	250 000	74 070	5,831 05	18,517 50
E I Dupont	600 000	73 400	28,438 73	44,040 00
Europacific Growth F	749,254	45 110	35,003 36	33,798.85
Exxon Mobile Corp	300 000	90 260	11,331 62	27,078 00
Facebook Inc	300 000	115 050	11,400 00	34,515 00
General Elec Co	1,500 000	31 600	36,071 88	47,400 00
General Mills Inc	200 000	61 770	5,820 79	12,354 00
Hewlett Packard Enterprise	600 000	23 140	9,245 70	13,884 00
Home Depot Inc	300 000	134 080	11,325 88	40,224 00
Intel Corporations	300 000	36 270	4,542 00	10,881 00
Ishares Iboxx \$ Inve	200 000	117 180	22,686 14	23,436 00
ETF I-Shares TR EAFE	50 000	57 730	3,097 75	2,886 50
EFT I-Shares Trust	100 000	80 430	6,031 85	8,043 00
I Shs Russell Midcap	40 000	178 860	5,497 07	7,154 40
Ishares Russell Value	60 000	118 940	5,380.44	7,136 40
I Shs Russell 2000 I	50 000	134 850	5,197 00	6,742 50
Ishares Trust	500 000	37 210	18,556 50	18,605 00
Johnson & Johnson	400 000	115 210	23,534 65	46,084 00
MDU Resources Group	300 000	28 770	6,193 78	8,631 00
Marathon Oil Corp	300 000	17 310	4,975.18	5,193 00
McDonalds Corp	200 000	121 720	11,714 00	24,344 00
Microsoft Corp	500 000	62 140	11,155 73	31,070 00
Nextera Energy Inc.	300 000	119.460	10,047 00	35,838 00
Oracle Sys Corp	200 000	38 450	3,420 00	7,690 00
Phillips 66 Com	100 000	86 410	2,199 25	8,641 00
Proctor & Gamble Co	200 000	84 080	11,471 99	16,816 00
Southern Co	300 000	49 190	13,715 97	14,757 00
Sysco Corp	200 000	55 370	4,604 96	11,074 00
Texas Instruments	200 000	72 970	3,155 70	14,594 00
3M Co Com	200 000	178 570	11,431 87	35,714 00
United Parcel Servic	200 000	114 640	9,634 00	22,928 00
United Technologies	300 000	109 620	10,555 09	32,886 00
Verizon Comm Inc	200 000	53 380	5,547 25	10,676 00
Walmart Stores Inc	200 000	69 120	10,663.98	13,824 00
Walgreen Boots Alliance Inc	200 000	82 760	5,339 40	16,552 00
			\$ 501,897.37	\$ 945,844.15

John C. & Ada K. Arter Memorial Fund FBO Union Mission
FEIN 55-6138361
990-PF Balance Sheet
Part II Line C
12/31/2016

Statement 10

Description	Shares	Market Cost Per Share	Cost Basis	12/31/16 Market Value
AT&T Inc 3 0% 02-15-22	50,000 000	99 024	49,985 00	49,512 00
Abbvie Inc 2% 11-06-18	20,000 000	100 061	19,980 00	20,012 20
Airgas 3 275% 2-25-20	45,000 000	100 049	45,047 77	45,022 05
Amazon com Inc 2 5% 11-29-22	20,000 000	98 959	19,827 00	19,791 80
Amgen Inc 2 7% Due 05-01-22	30,000 000	99 018	29,887 50	29,705 40
BB&T Corp PFD 5 625%	1,000 000	23 750	25,000 00	23,750 00
CB Bank of America Corp BD 2 00% Due 01-1-18	35,000 000	100 230	34,868 75	35,080 50
Berkshire Hathaway Fin Co 4 25% 1-15-21	25,000 000	107 774	25,000 00	26,943 50
GABS CWHEQ 01-15-37	26,492 120	88 834	24,240 29	23,534 01
Celgene 1.90% 08-15-17	40,000 000	100 320	40,155 65	40,128 00
Citigroup Inc Sub Note 3 5% Due 05-15-23	25,000 000	99 677	24,750 00	24,919 25
Citigroup Inc 2 40% 02-18-20	20,000 000	99 797	19,971 20	19,959 40
Credit Suisse 1 5% 4-30-21	25,000 000	96 907	25,000 00	24,226 75
Deutsche Bank AG 1 35% Due 05-30-17	20,000 000	99 783	19,972 00	19,956 60
Devon Energy 3 25% 5-15-22	25,000 000	99 366	25,050 63	24,841 50
Dol Gen Corp ST Nt 1 875% 4-15-18	20,000 000	100 128	19,924 80	20,025 60
Dow Chemical 3.05% 2-15-19	50,000 000	100 002	50,000 00	50,001 00
EMC Corp 2 65% 06-1-20	20,000 000	97 598	19,957 40	19,519 60
Entergy LA 4 875% PFD COLL TR MTG MTY 09-01-66	500 000	21 130	12,500 00	10,565 00
First Rep Bank 5 5% PFD Non-Cum Perp Mty Ser G	500 000	22 750	12,500 00	11,375 00
GE Cap 3 15% 09-07-22	50,000 000	102 130	49,794 00	51,065 00
Georgia Power 4 25% 12-1-19	25,000 000	106 159	24,973 75	26,539 75
Howard Co Md 2 375% 2-15-24	20,000 000	101 156	19,862 95	20,231 20
IBM 1 25% 02-06-17	40,000 000	100 023	39,624 40	40,009 20
JPMorgan Chase & Co 1 625% 01-15-18	20,000 000	99 872	19,975 00	19,974 40
JPMorgan Chase Float Rate 2 625% 10-29-20	25,000 000	99 530	24,812 50	24,882 50
Kellogg Company SR Note 75% 05-17-17	50,000 000	100 235	50,000 00	50,117 50
Kinder Morgan Energy 3 5% 3-1-21	20,000 000	101 524	20,057 66	20,304 80
Kohls Corp 3 25% 2-1-23	35,000 000	98 857	33,851 13	34,599 95
Lab Corp Amr Hldgs 2 5% 11-1-18	20,000 000	100 881	20,000 00	20,176 20
Maryland St 2 20% 6-15-20	35,000 000	99 736	35,000 00	34,907 60
Microsoft Corp 4 2% 6-1-19	25,000 000	106 262	25,000 00	26,565 50
Monsanto Co New SR Note 1 15% Due 06-30-17	20,000 000	99 925	19,990 00	19,985 00
Montgomery VA 3 643% 6-1-23	50,000 000	103 681	50,000 00	51,840 50
Montgomery VA 3 35% 6-1-21	25,000 000	103 440	25,000 00	25,860 00
Motorola Solutions 3 75% Due 05-15-22	20,000 000	101 077	19,790 00	20,215 40
NY NY 3 947% 10-01-19	25,000 000	105 914	25,000 00	26,478 50
New York St Dorm Rev @3% Due 03-15-17	25,000 000	100 420	25,116 75	25,105 00
Pasco Ct Fl Sch Bd CTFS 2 44% 12-15-25	25,000 000	90 331	23,381 01	22,582 75
Prude 6 00% 12-01-17	75,000 000	103 895	74,550 00	77,921 25
Roper Techs Inc SR Note 2 8% Due 12-15-21	25,000 000	99 952	24,827 25	24,988 00
Southern Co Note 2 15% Due 09-01-19	30,000 000	100 012	29,847 60	30,003 60
Stanley Blck & Dckr 5 75% 7-25-52	800 000	24 330	20,000 00	19,464 00
Stifel Finl Corp SR Note 3 5% Due 12-01-20	20,000 000	100 278	19,930 00	20,055 60
Total Sys Svcs Inc 2 375% 6-1-18	25,000 000	100 414	24,952.50	25,103 50
Verizon 2 45% 11-01-22	25,000 000	96 591	23,419.20	24,147 75
Virginia St HSG Dev Auth Com 1 45% Due 10-01-18	15,000 000	100 265	15,163.15	15,039 75
Virginis ST HSG Dev Auth 1 05% Due 05-01-19	20,000 000	98 582	20,000 00	19,716 40
Vodafone Group PLC 2 95% Due 02-19-23	15,000 000	96 962	14,925 45	14,544 30
Wachovia 5 75% 2-1-18	50,000 000	104 260	50,000 00	52,130 00
Walgreen Co corp NT 3 1% 9-15-22	10,000 000	99.985	9,741.10	9,998 50
Wells Fargo Bk Sioux Falls CD 0.60% 01-06-17	25,000 000	100 000	25,000 00	25,000 00
Western Union 2.875% 12-10-17	25,000 000	101 020	25,000 00	25,255 00
			\$ 1,472,203.39	\$ 1,483,677.56