

Form 990-PF

## Return of Private Foundation

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

OMB No 1545-0052

2016

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2016 or tax year beginning

, and ending

Name of foundation

WEATHERS FAMILY FOUNDATION

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

P.O. BOX 1501, NJ2-130-03-31

Room/suite

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

PENNINGTON

NJ

08534-1501

Foreign country name

Foreign province/state/county

Foreign postal code

G Check all that apply

- Initial return
- Initial return of a former public charity
- Final return
- Amended return
- Address change
- Name change

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 659,220

J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

A Employer identification number

56-6501028

B Telephone number (see instructions)

609-274-6834

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)	3,315			
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	19,641	19,231		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	13,581			
b	Gross sales price for all assets on line 6a	236,756			
7	Capital gain net income (from Part IV, line 2)		13,581		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	18,823	18,823		
12	<b>Total.</b> Add lines 1 through 11	55,360	51,635	0	

Revenue	13 Compensation of officers, directors, trustees, etc	8,712	3,485	5,227
Operating and Administrative Expenses	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule)			
	b Accounting fees (attach schedule)			
	c Other professional fees (attach schedule)			
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	426	112	
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule)	29,307	29,307	
	<b>24 Total operating and administrative expenses.</b>	38,445	32,904	0 5,227
	Add lines 13 through 23			
	25 Contributions, gifts, grants	16,500		16,500
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	54,945	32,904	0 21,727
	<b>27 Subtract line 26 from line 12</b>			
	a Excess of revenue over expenses and disbursements	415		
	b Net investment income (if negative, enter -0-)		18,731	
	c Adjusted net income (if negative, enter -0-)			0

For Paperwork Reduction Act Notice, see instructions.

HTA

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing		248	634	634
2	Savings and temporary cash investments		2,640	12,503	12,503
3	Accounts receivable ►				
	Less allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
7	Other notes and loans receivable (attach schedule) ►				
	Less. allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges				
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule)		369,992	352,215	421,961
c	Investments—corporate bonds (attach schedule)				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)		152,776	161,169	224,122
14	Land, buildings, and equipment basis ►				
	Less. accumulated depreciation (attach schedule) ►				
15	Other assets (describe ► )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)		525,656	526,521	659,220
Liabilities					
17	Accounts payable and accrued expenses				
18	Grants payable				
19	Deferred revenue				
20	Loans from officers, directors, trustees, and other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe ► )		0	0	
23	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances					
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted				
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg , and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds		525,656	526,521	
30	<b>Total net assets or fund balances</b> (see instructions)		525,656	526,521	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions)		525,656	526,521	

**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	525,656
2	Enter amount from Part I, line 27a	2	415
3	Other increases not included in line 2 (itemize) ► See Attached Statement	3	1,142
4	Add lines 1, 2, and 3	4	527,213
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	692
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	526,521

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	13,581
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	{ }		3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	26,805	569,494	0.047068
2014	27,021	543,118	0.049752
2013	23,235	422,765	0.054960
2012	18,500	374,112	0.049450
2011	18,300	373,313	0.049021

2 Total of line 1, column (d)	2	0.250251
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050050
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	608,343
5 Multiply line 4 by line 3	5	30,448
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	187
7 Add lines 5 and 6	7	30,635
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	21,727

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

1a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter "N/A" on line 1  
Date of ruling or determination letter \_\_\_\_\_ (attach copy of letter if necessary—see instructions)

1b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

1c 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-)

3 Add lines 1 and 2

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

6a 2016 estimated tax payments and 2015 overpayment credited to 2016 314

6b Exempt foreign organizations—tax withheld at source

6c Tax paid with application for extension of time to file (Form 8868) 61

6d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d 375

8 Enter any **penalty** for underpayment of estimated tax Check here  if Form 2220 is attached

9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** 0

10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** 0

11 Enter the amount of line 10 to be **Credited to 2017 estimated tax** ► Refunded ► 0

1	375
2	0
3	375
4	
5	375
7	375
8	
9	0
10	0
11	0

**Part VII-A Statements Regarding Activities**

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?  Yes  No

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

1c Did the foundation file Form 1120-POL for this year?  Yes  No

1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_

1e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ \_\_\_\_\_

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  
*If "Yes," attach a detailed description of the activities*

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*

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?  Yes  No

4b If "Yes," has it filed a tax return on Form 990-T for this year?  Yes  No

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?  
*If "Yes," attach the statement required by General Instruction T*

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?  Yes  No

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*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NC  Yes  No

8b 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*  Yes  No

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*  Yes  No

10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*  Yes  No

1a	X
1b	X
1c	X
2	X
3	X
4a	X
4b	N/A
5	X
6	X
7	X
8b	X
9	X
10	X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	<input type="checkbox"/>	<input checked="" type="checkbox"/> X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	<input checked="" type="checkbox"/> X	<input type="checkbox"/>
14	The books are in care of ► MLTC, A DIVISION OF BANK OF AMERICA, N.A. Telephone no ► 609-274-6834 Located at ► 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ► 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15		<input type="checkbox"/>	<input checked="" type="checkbox"/> 15
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

**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.

1a	During the year did the foundation (either directly or indirectly)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►		<input type="checkbox"/>
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?		
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 ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		

**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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>			5b N/A
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d). N/A	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b N/A

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

<b>1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).</b>				
(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
UST-MLT P O Box 1501, NJ2-130-03-31 Pennington, NJ 08534-	TRUSTEE 1 00	8,712		
HENRY WEATHERS, JR 2965 PHARR CT Atlanta, GA 30305	MANAGER 1 00	0		
-----				
-----				
-----				
-----				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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				
-----				
-----				
-----				
-----				
-----				
<b>Total number of other employees paid over \$50,000</b>				0

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

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

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

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

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

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

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

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

**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	605,814
b	Average of monthly cash balances	1b	11,793
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	617,607
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	617,607
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	9,264
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	608,343
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	30,417

**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	30,417
2a	Tax on investment income for 2016 from Part VI, line 5	2a	375
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	375
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,042
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	30,042
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	30,042

**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	21,727
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	21,727
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4		
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	21,727

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

**Part XIII Undistributed Income (see instructions)**

1 Distributable amount for 2016 from Part XI, line 7

2 Undistributed income, if any, as of the end of 2016

a Enter amount for 2015 only

b Total for prior years. 20\_\_\_\_, 20\_\_\_\_, 20\_\_\_\_

3 Excess distributions carryover, if any, to 2016

a From 2011  
b From 2012  
c From 2013  
d From 2014  
e From 2015

f Total of lines 3a through e

4 Qualifying distributions for 2016 from Part XII, line 4 ► \$ 21,727

a Applied to 2015, but not more than line 2a

b Applied to undistributed income of prior years (Election required—see instructions)

c Treated as distributions out of corpus (Election required—see instructions)

d Applied to 2016 distributable amount

e Remaining amount distributed out of corpus

5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))

6 Enter the net total of each column as indicated below:

a Corpus Add lines 3f, 4c, and 4e Subtract line 5

b Prior years' undistributed income Subtract line 4b from line 2b

c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed

d Subtract line 6c from line 6b Taxable amount—see instructions

e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions

f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017

7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)

8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)

9 **Excess distributions carryover to 2017.** Subtract lines 7 and 8 from line 6a

10 Analysis of line 9

a Excess from 2012  
b Excess from 2013  
c Excess from 2014  
d Excess from 2015  
e Excess from 2016

(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
			30,042
		15,484	
	0		
		15,484	
		6,243	
	0		
		0	
		0	
		23,799	

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

NA

**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))

## HENRY WEATHERS PEARL WEATHERS

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

**NONE**

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

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

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

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

c Any submission deadlines:

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<i>a Paid during the year</i> See Attached Statement				
<b>Total</b>				► 3a 16,500
<i>b Approved for future payment</i> NONE				
<b>Total</b>				► 3b 0

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Line	Type of Income		Amount		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities					
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					
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		52,045	0
13 Total Add line 12, columns (b), (d), and (e)	13				52,045

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

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

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

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

	Yes	No
<b>1a(1)</b>		X
<b>1a(2)</b>		X
<b>1b(1)</b>		X
<b>1b(2)</b>		X
<b>1b(3)</b>		X
<b>1b(4)</b>		X
<b>1b(5)</b>		X
<b>1b(6)</b>		X
<b>1c</b>		X

**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

<p>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.</p> <p> <b>Edward R. K.</b></p> <p>Signature of officer or trustee</p>			<p>7/12/2017</p> <p>Trustee</p> <p>Title</p>	<p>May the IRS discuss this return with the preparer shown below (see instructions)?</p> <p><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
--	--	--	--	---

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <u>LAWRENCE F MCGUIRE</u>	Preparer's signature 	Date 7/12/2017	Check <input checked="" type="checkbox"/> if self-employed	PTIN P01233953
	Firm's name ► PRICEWATERHOUSECOOPERS, LLP	Firm's EIN ► 13-4008324			
	Firm's address ► 600 GRANT STREET, PITTSBURGH PA 15219	Phone no 412-355-6000			

WEATHERS FAMILY FOUNDATION

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

Recipient(s) paid during the year

Name

Destination Cleveland County Inc

Street

PO BOX 2063

City

SHELBY

State

NC 28151-2063

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

AMERICAN RED CROSS

Street

2025 E STREET

City

WASHINGTON

State

DC 20006

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

250

Name

HOSPICE OF CLEVELAND COUNTY INC

Street

951 WENDOVER HEIGHT DR

City

SHELBY

State

NC 28150-3565

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

3,000

Name

CLEVELAND PSYCHOSOCIAL SERVICES INC

Street

924 N LAFAYETTE ST

City

SHELBY

State

NC 28150-3833

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

250

Name

AMERICAN CANCER SOCIETY INC

Street

250 WILLIAMS STREET NW

City

ATLANTA

State

GA 30303

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

500

Name

FRIENDS OF THE CLEVELAND COUNTY MEMORIAL LIBRARY INC

Street

PO BOX 1120

City

SHELBY

State

NC 28151-1120

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

250

## WEATHERS FAMILY FOUNDATION

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

Recipient(s) paid during the year

## Name

JUNIOR CHARITY LEAGUE OF SHELBY INC

## Street

PO BOX 1324

City SHELBY	State NC	Zip Code 28151-1324	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 2,500
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## Name

CLEVELAND VOCATIONAL INDUSTRIES

## Street

650 N POST RD

City SHELBY	State NC	Zip Code 28150-4964	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 250
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## Name

LIFE ENRICHMENT CENTER OF CLEVELAND COUNTY INC

## Street

City SHELBY	State NC	Zip Code 28150-3689	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 500
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## Name

AMERICAN HEART ASSOCIATION INC

## Street

7272 GREENVILLE AVE

City DALLAS	State TX	Zip Code 75231-5129	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 500
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## Name

CLEVELAND COUNTY ARTS COUNCIL INC

## Street

111 S WASHINGTON ST

City SHELBY	State NC	Zip Code 28150-4626	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 500
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## Name

SHELBY PRESBYTERIAN CHURCH

## Street

226 E GRAHAM STREET

City SHELBY	State NC	Zip Code 28151	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING	Amount 4,500
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WEATHERS FAMILY FOUNDATION

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

Recipient(s) paid during the year

Name

DAVID WILSON ALS FUNDRAISER

Street

1707 COUNTY GARDEN DR

City

SHELBY

State

NC

Zip Code  
28150-6162

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

CHILDRENS HOME OF CLEVELAND COUNTY, INC

Street

425C CHERRYVILLE ROAD

City

SHELBY

State

NC

Zip Code  
28150

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

1,000

Name

COMMUNITY CLUB OF BLOWING ROCK INC

Street

PO BOX 166

City

BLOWING ROCK

State

NC

Zip Code  
28605-0166

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING

Amount

500

Name

Street

City

State

NC

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

NC

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

NC

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals		Cost of Other Basis Expenses Depreciation and Adjustments	Net Gain or Loss
											Capital Gains/Losses Other sales	Gross Sales		
1. LORD ABBETT BOND	544046409	X				9/16/2015	5/2/2016	4	4					0
2. LORD ABBETT BOND	544046409	X				9/18/2015	9/8/2016	5	5					0
3. LORD ABBETT BOND	544046409					9/18/2015	9/8/2016	2	2					0
4. LORD ABBETT BOND	544046409	X				9/16/2015	9/8/2016	1,993	1,936					55
5. MCDONALDS CORP COM	580135101					9/20/2013	2/9/2018	2,336	1,949					389
6. METLIFE INC COM	59156R108	X				9/16/2016	10/18/2016	469	431					38
7. LORD ABBETT FLOATING	543916167	X				9/16/2015	9/8/2016	1,195	1,189					6
8. LORD ABBETT BOND	544046409	X				9/16/2015	5/2/2016	296	301					-5
9. METLIFE INC COM	59156R108	X				7/22/2015	10/18/2016	610	562					48
10. METLIFE INC COM	59156R108	X				7/21/2016	10/18/2016	187	173					14
11. METLIFE INC COM	59156R108	X				7/22/2016	10/18/2016	234	216					18
12. METLIFE INC COM	59156R108	X				7/21/2016	10/19/2016	489	431					38
13. METLIFE INC COM	59156R108	X				7/22/2016	10/19/2016	657	605					52
14. METLIFE INC COM	59156R108	X				7/21/2016	11/10/2016	1,287	1,038					251
15. OCCIDENTAL PETE CORP CA	674599105	X				10/21/2013	11/10/2016	1,718	2,442					-724
16. PPL CORPORATION	69351T106	X				9/20/2013	2/9/2016	2,600	2,171					629
17. PPL CORPORATION	69351T106	X				10/20/2016	11/10/2016	367	369					0
18. PPL CORPORATION	69351T106	X				10/20/2016	11/10/2016	167	168					1
19. PACCAR INC	69371B108	X				8/20/2013	4/26/2016	700	696					4
20. PACCAR INC	69371B108	X				8/23/2016	11/10/2016	1,497	1,507					-10
21. PFE INC	717081103	X				7/14/2016	11/10/2016	301	329					-28
22. PFIZER INC	717081103	X				7/15/2016	11/10/2016	1,237	1,368					-131
23. PHILIP MORRIS INTL INC	717081103	X				5/10/2016	11/10/2016	273	304					31
24. ALTRIA GROUP INC	022095103					11/12/2013	5/8/2016	315	187					129
25. ALTRIA GROUP INC	022095103	X				1/6/2014	5/8/2018	1,006	597					409
26. ALTRIA GROUP INC	022095103	X				4/26/2016	5/8/2018	944	944					0
27. ALTRIA GROUP INC	022095103	X				4/26/2016	5/8/2018	2,390	1,366					1,024
28. ALTRIA GROUP INC	022095103	X				9/24/2013	5/8/2018	378	344					163
29. ALTRIA GROUP INC	022095103	X				11/12/2013	5/8/2018	127	75					52
30. ALTRIA GROUP INC	022095103	X				10/21/2013	5/8/2018	206	206					300
31. ALTRIA GROUP INC	022095103	X				1/6/2014	5/8/2018	253	149					104
32. ALTRIA GROUP INC	022095103	X				4/26/2016	5/8/2018	253	245					8
33. ALTRIA GROUP INC	022095103	X				9/20/2013	5/8/2018	127	71					56
34. AMN ELEC POWER CO	025537101	X				11/12/2013	2/9/2018	3,194	2,424					780
35. PHILIP MORRIS INTL INC	718172109	X				5/11/2016	11/10/2016	91	102					-11
36. PROCTER & GAMBLE CO	74271B109	X				1/6/2016	2/9/2016	1,806	1,713					93
37. PROCTER & GAMBLE CO	74271B109	X				4/26/2016	11/10/2016	580	556					22
38. ROYAL DUTCH SHELL PLC	780259107	X				7/27/2016	11/10/2016	1,093	1,130					-37
39. SPECTRA ENERGY CORP	847560109	X				10/21/2013	7/18/2018	861	640					21
40. SPECTRA ENERGY CORP	847560109	X				10/21/2013	7/18/2018	1,872	1,812					60
41. SPECTRA ENERGY CORP	847560109	X				10/21/2013	7/18/2018	511	497					14
42. SPECTRA ENERGY CORP	847560109	X				10/21/2013	10/18/2016	1,071	888					183
43. SPECTRA ENERGY CORP	847560109	X				1/6/2014	10/18/2016	214	177					37
44. SPECTRA ENERGY CORP	847560109	X				10/21/2013	10/18/2016	471	391					80
45. SPECTRA ENERGY CORP	847560109	X				1/6/2014	10/18/2016	66	71					15
46. SPECTRA ENERGY CORP	847560109	X				1/6/2014	10/19/2016	301	247					54
47. SPECTRA ENERGY CORP	847560109	X				10/21/2013	10/19/2016	1,378	1,137					239
48. SPECTRA ENERGY CORP	847560109	X				1/6/2014	11/10/2016	740	636					104
49. THOMSON REUTERS CORP	884903105	X				9/20/2013	4/26/2016	1,007	838					188
50. THOMSON REUTERS CORP	884903105	X				1/6/2014	11/10/2016	210	188					22
51. THOMSON REUTERS CORP	884903105	X				11/12/2013	11/10/2016	126	114					12
52. TORONTO DOMINION BANK	891160509	X				8/29/2013	4/26/2016	1,149	1,156					7
53. TORONTO DOMINION BANK	891160509	X				1/6/2014	11/10/2016	965	966					-3
54. VENTAS INC	92276F100	X				9/20/2013	4/26/2016	3,803	3,358					445
55. VENTAS INC	92276F100	X				10/21/2013	9/13/2016	339	262					57
56. VENTAS INC	92276F100	X				8/24/2016	9/13/2016	542	471					71
57. VENTAS INC	92276F100	X				10/21/2013	9/13/2016	203	169					34
58. VENTAS INC	92276F100	X				9/21/2013	9/14/2016	542	450					92
59. VENTAS INC	92276F100	X				8/24/2016	9/14/2016	681	765					116
60. VENTAS INC	92276F100	X				10/21/2013	9/15/2016	407	338					69
61. VENTAS INC	92276F100	X				8/24/2015	9/15/2016	679	588					91
62. VERIZON COMMUNICATIONS CORP	9239104	X				10/21/2013	11/10/2016	282	303					-21
63. AT&T INC	932048103	X				4/28/2016	11/10/2016	404	418					1
64. ABBVIE INC SHS	00287Y109	X				8/20/2013	4/26/2016	2,919	2,441					618
65. ABBVIE INC SHS	00287Y109	X				8/20/2013	4/28/2016	4,516	3,404					1,114
66. ABBVIE INC SHS	00287Y109	X				10/21/2013	7/14/2016	509	387					122
67. ABBVIE INC SHS	00287Y109	X				10/21/2013	7/15/2016	316	2371					754
68. ABBVIE INC SHS	00287Y109	X				10/21/2013	7/18/2016	2,163	1,845					518
69. ABBVIE INC SHS	00287Y109	X				11/12/2013	7/19/2016	264	191					63
70. ABBVIE INC SHS	00287Y109	X				10/21/2013	7/20/2016	1,522	1,161					361
71. ABBVIE INC SHS	00287Y109	X				11/12/2013	7/20/2016	1,657	1,240					417
72. ABBVIE INC SHS	00287Y109	X				1/6/2014	7/20/2016	1,402	1,136					268

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Gross Sales		Cost or Other Basis Expenses Depreciation and Adjustments		Net Gain or Loss			
											Capital Gains/Losses		236,756		223,175		13,581	
											Other sales		0		0		0	
73 ABBVIE INC SHS	00287Y109	X				2/9/2016	7/20/2016	127	107							0	20	
74 VENTAS INC	92276F100	X				8/24/2015	9/3/2016	270	235							0	35	
75 ABBVIE INC SHS	00287Y109	X				2/9/2016	7/21/2016	317	268							0	51	
76 ALTRIA GROUP INC	022095103	X				9/20/2013	2/9/2016	4,202	2,458							0	1,744	
77 ALTRIA GROUP INC	022095103	X				8/20/2013	5/5/2016	63	36						0	27		
78 ALTRIA GROUP INC	022095103	X				1/6/2014	5/5/2016	251	149						0	102		
79 ALTRIA GROUP INC	022095103	X				11/12/2013	5/5/2016	63	37						0	26		
80 ALTRIA GROUP INC	022095103	X				9/20/2013	5/5/2016	126	71						0	55		
81 ALTRIA GROUP INC	022095103	X				10/21/2013	5/5/2016	1,070	611						0	459		
82 ALTRIA GROUP INC	022095103	X				11/12/2013	5/5/2016	126	75						0	51		
83 ALTRIA GROUP INC	022095103	X				1/6/2014	5/5/2016	378	224						0	154		
84 ALTRIA GROUP INC	022095103	X				10/21/2013	5/5/2016	754	431						0	323		
85 ALTRIA GROUP INC	022095103	X				4/28/2016	5/5/2016	251	245						0	6		
86 ALTRIA GROUP INC	022095103	X				4/28/2016	5/5/2016	378	367						0	11		
87 ANN ELEC POWER CO	023371101	X				4/29/2016	11/10/2016	299	315						0	-16		
88 ANHEUSER BUSCH INBEV NV	03524A108	X				1/20/2014	1/9/2016	16,571	16,000						0	571		
89 ASTRAZENECA PLC SPND A	046353108	X				12/10/2014	11/10/2016	1,638	2,188						0	-547		
90 CENTURYLINK INC SHS	158700106	X				2/9/2015	3/3/2016	63	1,411						603	0		
91 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/10/2016	304	521						217	0		
92 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/3/2016	92	160						68	0		
93 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	53	181						0	-88		
94 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	209	405						0	-196		
95 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	93	180						0	-87		
96 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	498	842						0	-454		
97 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	1,497	2,565						0	-1,078		
98 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	70	135						0	-65		
99 DOMINION RES INC NEW VA	25746L109	X				12/10/2014	4/26/2016	830	651						0	-21		
100 EXXON MOBIL CORP COM	30231G102	X				2/9/2018	7/26/2016	2,012	1,749						0	264		
101 EXXON MOBIL CORP COM	30231G102	X				2/9/2018	7/26/2016	3,571	3,099						0	472		
102 DIGITAL RLTY TR INC	253868103	X				10/21/2013	9/14/2016	1,205	729						0	476		
103 DIGITAL RLTY TR INC	253868103	X				10/21/2013	9/15/2016	184	112						0	72		
104 EXXON MOBIL CORP COM	30231G102	X				2/9/2016	7/27/2016	4,189	3,655						0	534		
105 DIGITAL RLTY TR INC	253868103	X				10/21/2013	11/10/2016	357	224						0	133		
106 EXXON MOBIL CORP COM	30231G102	X				2/24/2016	7/27/2016	91	80						0	11		
107 EXXON MOBIL CORP COM	30231G102	X				2/24/2016	7/28/2016	180	160						0	20		
108 DIGITAL RLTY TR INC	253868103	X				10/21/2013	12/9/2016	281	168						0	113		
109 EXXON MOBIL CORP COM	30231G102	X				2/9/2018	7/28/2016	6,309	5,562						0	747		
110 EXXON MOBIL CORP COM	30231G102	X				2/9/2018	7/29/2016	1,477	1,351						0	126		
111 EXXON MOBIL CORP COM	30231G102	X				2/24/2016	7/29/2016	87	80						0	7		
112 GENERAL ELECTRIC	369804103	X				1/18/2009	11/10/2016	1,500	1,560						0	-60		
113 INTEL CORP	458140100	X				9/20/2013	2/9/2016	818	760						0	158		
114 INTEL BUSINESS MACHINES	459200101	X				5/11/2016	11/10/2016	1,805	1,501						0	104		
115 JPMORGAN CHASE & CO	46525H100	X				9/20/2013	4/26/2016	576	477						0	99		
116 KIMBERLY CLARK	494388103	X				9/20/2013	2/9/2016	2,996	2,133						0	853		
117 KRAFT (THE) HEINZ CO SHS	500754106	X				9/20/2013	2/9/2016	2,757	2,101						0	656		
118 KRAFT (THE) HEINZ CO SHS	500754106	X				9/20/2013	2/9/2016	788	534						0	254		
119 ELLILLY & CO	532457108	X				6/20/2014	2/9/2016	2,651	2,146						0	405		
120 ELLILLY & CO	532457108	X				6/20/2014	2/24/2016	11,687	9,932						0	1,955		
121 LOCKHEED MARTIN CORP	539890109	X				1/13/2015	2/9/2016	4,687	3,496						0	1,489		
122 LORD ALBERT FLOATING	543916187	X				9/19/2015	5/2/2016	493	499						0	-6		
123 CENTURYLINK INC SHS	156700106	X				2/9/2016	11/4/2016	302	583						0	-277		
124 CENTURYLINK INC SHS	156700106	X				2/9/2016	11/7/2016	4,242	4,519						0	-277		
125 COCA COLA CO INC	191216100	X				3/17/2013	2/9/2016	858	614						0	44		
126 CONOCOPHILLIPS	20625C104	X				12/10/2015	2/9/2016	11,135	16,357						0	-5,222		
127 DIGITAL RLTY TR INC	253868103	X				8/20/2013	2/9/2016	7,260	5,005						0	2,054		
128 DIGITAL RLTY TR INC	253868103	X				10/21/2013	7/19/2016	424	224						0	200		
129 DIGITAL RLTY TR INC	253868103	X				10/21/2013	7/19/2016	106	56						0	50		
130 CENTURYLINK INC SHS	158700106	X				2/9/2015	11/4/2016	836	1,607						0	-771		
131 DIGITAL RLTY TR INC	253868103	X				10/21/2013	2/9/2016	1,033	1,033						0	149		
132 DIGITAL RLTY TR INC	253868103	X				10/21/2013	9/1/2016	535	561						0	374		
133 DIGITAL RLTY TR INC	253868103	X				10/21/2013	9/3/2016	560	337						0	223		
134 CENTURYLINK INC SHS	156700106	X				2/9/2016	11/3/2016	491	842						351	0		
135 CALIFORNIA RESOURCES	130570107	X				2/9/2016	4/4/2016	0	1						0	-37		
136 CARNIVAL CORP PAIRED SH	143658300	X				8/15/2016	11/10/2016	548	511						0	0		
137 CENTURYLINK INC SHS	156700106	X				2/9/2015	11/3/2016	2,327	2,966						0	-639		
138 CENTURYLINK INC SHS	156700106	X				2/9/2015	11/3/2016	207	361						0	154		
139 CENTURYLINK INC SHS	156700106	X				2/9/2015	11/3/2016	92	62						0	30		
140 CENTURYLINK INC SHS	156700106	X				2/9/2015	11/3/2016	1,402	2,105						0	1,003		
141 CENTURYLINK INC SHS	156700106	X				2/9/2015	11/3/2016	70	50						0	0		
142 ASTRAZENECA PLC SPND A	046353108	X				12/10/2014	12/19/2016	8,284	11,373						0	-3,089		
143 ASTRAZENECA PLC SPND A	046353108	X				4/28/2016	12/19/2016	1,079	1,184						0	-105		
144 ASTRAZENECA PLC SPND A	046353108	X				2/9/2016	12/19/2016	4,884	5,158						0	-274		

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

Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Total's		Gross Sales	Cost or Other Basis Expenses Depreciation and Adjustments	Net Gain or Loss		
											Capital Gains/Losses	Other sales					
Long Term CG Distributions	73												236,756	223,175			
Short Term CG Distributions	0												0	0	13,581		
145 AUTOMATIC DATA PROC	053015103	X				1/19/2013	2/26/2016	1,132	975					0	0	157	
146 AUTOMATIC DATA PROC	053015103					1/19/2013	4/26/2016	986	766					0	0	220	
147 AUTOMATIC DATA PROC	053015103	X				1/19/2013	5/9/2016	3,653	2,926					0	0	727	
148 AUTOMATIC DATA PROC	053015103	X				1/19/2013	5/8/2016	4,691	3,762					0	0	929	
149 AUTOMATIC DATA PROC	053015103	X				1/19/2013	5/8/2016	4,691	3,762					0	0	929	
150 AUTOMATIC DATA PROC	053015103	X				1/19/2014	5/8/2016	436	350					0	0	86	
151 AUTOMATIC DATA PROC	053015103	X				1/19/2013	5/8/2016	3,043	2,486					0	0	616	
152 AUTOMATIC DATA PROC	053015103	X				1/19/2014	5/10/2016	2,098	1,690					0	0	418	
153 BLACKROCK GLOBAL LONG	091936732	X					10/3/2014	2/10/2016	2,011	1,720					0	0	291
154 BLACKROCK GLOBAL LONG	091936732	X					5/28/2015	2/8/2016	9	10					0	0	-1
155 CALIFORNIA RESOURCES	13057Q107	X												0	0	-1,265	
156 CALIFORNIA RESOURCES	13057Q107	X											0	0	0	1	
157 CALIFORNIA RESOURCES	13057Q107	X					12/4/2014	3/4/2016	1	2				0	0	0	
158 CALIFORNIA RESOURCES	13057Q107	X					9/20/2013	3/4/2016	7	8				0	0	-1	
159 CALIFORNIA RESOURCES	13057Q107	X					10/21/2013	3/4/2016	7	8				0	0	-1	
160 CALIFORNIA RESOURCES	13057Q107	X					1/6/2014	3/4/2016	3	3				0	0	0	
161 LORD ABBETT FLOATING	543916167	X						2/9/2016	3/4/2016	10	8			0	0	2	
162 LORD ABBETT FLOATING	543916167	X						9/1/2015	5/2/2016	7	7			0	0	0	
163 LORD ABBETT FLOATING	543916167	X						9/1/2015	5/8/2016	4	4			0	0	0	
								9/1/2015	5/8/2016	1	1			0	0	0	

**Part I, Line 11 (990-PF) - Other Income**

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	INSURANCE - PROPERTY	18,823	18,823	0

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

		426	112	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	112	112		
2	Estimated Excise Payments	314			

**Part I, Line 23 (990-PF) - Other Expenses**

		29,307	29,307	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Investment Fees	17	17		
2	Misc Investment Other Expense	1,372	1,372		
3	Misc Investment Other Expense	341	341		
4	Misc Investment Other Expense	27,577	27,577		

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**Part II, Line 10b (990-PF) - Investments - Corporate Stock**

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	0	421,961
1							
2	COCA-COLA CO USD	0		11,148			11,360
3	DIGITAL RLTY TR INC	0		7,951			15,427
4	DOMINION RES INC VA NEW	0		15,327			16,314
5	GENERAL ELECTRIC CO	0		15,226			16,685
6	INTEL CORPORATION	0		13,986			20,710
7	INTERNATIONAL BUSINESS MACHINES C	0		16,062			18,093
8	J P MORGAN CHASE & CO	0		10,902			17,344
9	KIMBERLY-CLARK CORP COM	0		8,847			10,385
10	KRAFT (THE) HEINZ CO SHS	0		8,413			13,709
11	LOCKHEED MARTIN CORP	0		11,561			18,746
12	MC DONALDS CORPORATION COMMON	0		12,836			16,310
13	METLIFE INC	0		11,169			14,065
14	OCCIDENTAL PETROLEUM CORPORATIO	0		17,323			15,243
15	PPL CORP	0		11,218			13,143
16	PACCAR INC	0		17,805			20,256
17	PFIZER INC COM	0		14,128			14,973
18	PHILIP MORRIS INTL INC	0		15,967			15,553
19	PROCTER & GAMBLE CO COM	0		15,429			16,648
20	ROYAL DUTCH SHELL PLC	0		17,076			17,971
21	SPECTRA ENERGY CORP	0		12,876			16,354
22	THOMSON CORP	0		6,649			8,187
23	TORONTO-DOMINION BANK (NEW)	0		11,700			13,618
24	VENTAS INC	0		10,285			12,066
25	VERIZON COMMUNICATIONS INC	0		15,196			16,548
26	AT&T INC	0		15,127			19,691
27	AMERICAN ELECTRIC POWER CO INC	0		10,000			12,970
28	CME GROUP INC	0		9,354			9,805
29	CARNIVAL CORP	0		8,654			9,787

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

Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1		152,776	0	
2 VANGUARD HIGH DVD YIELD		0	14,688	14,472
3 EATON VANCE MUT FDS TR FLTG RATE		0	20,000	20,364
4 JP MORGAN STRATEGIC		0	17,457	17,594
5 LORD ABBETT FLOATING		0	20,199	20,533
6 LORD ABBETT BOND		0	19,650	20,159
7		0	69,175	131,000

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

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

1 Mutual Fund and CTF Income Addition	1	252
2 Federal Excise Tax Refund	2	890
3 Total	3	1,142

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

1 Cost Basis Adjustment	1	621
2 Mutual Fund and CTF Income Subtraction	2	71
3 Total	3	692

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

Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Amount		Long Term CG Distributions	Short Term CG Distributions		
													236,683	0	1,528	224,703	13,508	0
1 LORD ABBETT BOND	544004609	—	9/16/2015	5/2/2016	4	—	0	—	4	0	—	0	0	0	0	0	0	0
2 LORD ABBETT BOND	544004609	—	9/16/2015	9/8/2016	5	—	0	—	5	0	—	0	0	0	0	0	0	0
3 LORD ABBETT BOND	544004609	—	9/16/2015	9/8/2016	2	—	0	—	2	0	—	0	0	0	0	0	0	55
4 LORD ABBETT BOND	544004609	—	9/16/2015	9/8/2016	1,993	—	0	—	1,938	55	—	0	0	0	0	0	0	389
5 MCDONALDS CORP COM	580135101	—	9/20/2013	2/9/2016	2,338	—	0	—	1,948	389	—	0	0	0	0	0	0	38
6 METLIFE INC COM	59156R108	—	7/21/2016	10/18/2016	469	—	0	—	431	38	—	0	0	0	0	0	0	6
7 LORD ABBETT FLOATING	543918157	—	9/16/2015	9/8/2016	1,195	—	0	—	1,189	6	—	0	0	0	0	0	0	5
8 LORD ABBETT BOND	544004609	—	9/16/2015	5/2/2016	296	—	0	—	301	-5	—	0	0	0	0	0	0	48
9 METLIFE INC COM	59156R108	—	7/22/2016	10/18/2016	610	—	0	—	562	48	—	0	0	0	0	0	0	14
10 METLIFE INC COM	59156R108	—	7/21/2016	10/18/2016	187	—	0	—	173	14	—	0	0	0	0	0	0	18
11 METLIFE INC COM	59156R108	—	7/22/2016	10/18/2016	234	—	0	—	216	18	—	0	0	0	0	0	0	38
12 METLIFE INC COM	59156R108	—	7/21/2016	10/19/2016	469	—	0	—	431	38	—	0	0	0	0	0	0	52
13 METLIFE INC COM	59156R108	—	7/22/2016	10/19/2016	557	—	0	—	605	52	—	0	0	0	0	0	0	251
14 METLIFE INC COM	59156R108	—	7/21/2016	11/10/2016	1,287	—	0	—	1,036	251	—	0	0	0	0	0	0	724
15 OCCIDENTAL PETE CORP CA	674599105	—	10/21/2013	11/02/2016	1,718	—	0	—	2,442	-724	—	0	0	0	0	0	0	629
16 PPL CORPORATION	693517106	—	9/20/2013	2/9/2016	2,800	—	0	—	2,171	629	—	0	0	0	0	0	0	0
17 PPL CORPORATION	693517106	—	10/20/2016	11/10/2016	367	—	0	—	369	0	—	0	0	0	0	0	0	0
18 PPL CORPORATION	693517106	—	10/20/2016	11/02/2016	167	—	0	—	168	0	—	0	0	0	0	0	0	0
19 PACCAR INC	693718108	—	9/20/2013	4/26/2016	700	—	0	—	696	4	—	0	0	0	0	0	0	4
20 PACCAR INC	693718108	—	8/23/2016	11/10/2016	1,497	—	0	—	1,507	-10	—	0	0	0	0	0	0	10
21 PFIZER INC	717081103	—	7/14/2016	11/02/2016	301	—	0	—	328	-28	—	0	0	0	0	0	0	28
22 PFIZER INC	717081103	—	7/15/2016	11/02/2016	1,237	—	0	—	1,368	-131	—	0	0	0	0	0	0	131
23 PHILIP MORRIS INT'L INC	718172109	—	5/10/2016	11/10/2016	273	—	0	—	304	-31	—	0	0	0	0	0	0	31
24 ALTRIA GROUP INC	022095103	—	11/2/2013	5/6/2016	315	—	0	—	187	128	—	0	0	0	0	0	0	128
25 ALTRIA GROUP INC	022095103	—	1/6/2014	5/6/2016	1,006	—	0	—	597	409	—	0	0	0	0	0	0	409
26 ALTRIA GROUP INC	022095103	—	4/26/2016	5/6/2016	844	—	0	—	918	-26	—	0	0	0	0	0	0	26
27 ALTRIA GROUP INC	022095103	—	10/21/2013	5/6/2016	2,390	—	0	—	1,366	1,024	—	0	0	0	0	0	0	1,024
28 ALTRIA GROUP INC	022095103	—	9/20/2013	5/6/2016	377	—	0	—	214	163	—	0	0	0	0	0	0	163
29 ALTRIA GROUP INC	022095103	—	11/12/2013	5/6/2016	127	—	0	—	75	52	—	0	0	0	0	0	0	52
30 ALTRIA GROUP INC	022095103	—	10/21/2013	5/6/2016	696	—	0	—	396	300	—	0	0	0	0	0	0	300
31 ALTRIA GROUP INC	022095103	—	1/6/2014	5/6/2016	253	—	0	—	149	104	—	0	0	0	0	0	0	104
32 ALTRIA GROUP INC	022095103	—	4/26/2016	5/6/2016	253	—	0	—	245	8	—	0	0	0	0	0	0	8
33 ALTRIA GROUP INC	022095103	—	9/20/2013	5/6/2016	127	—	0	—	71	56	—	0	0	0	0	0	0	56
34 AMN ELEC POWER CO	025537101	—	1/12/2013	2/9/2016	3,184	—	0	—	2,424	760	—	0	0	0	0	0	0	760
35 PHILIP MORRIS INT'L INC	718172109	—	5/11/2016	11/02/2016	91	—	0	—	102	-11	—	0	0	0	0	0	0	11
36 PROCTER & GAMBLE CO	742718109	—	1/6/2014	2/9/2016	1,806	—	0	—	1,713	93	—	0	0	0	0	0	0	93
37 PROCTER & GAMBLE CO	742718109	—	4/26/2016	11/10/2016	580	—	0	—	558	22	—	0	0	0	0	0	0	22
38 ROYAL DUTCH SHEL PLC	802591507	—	7/27/2016	11/10/2016	1,093	—	0	—	1,130	-37	—	0	0	0	0	0	0	37
39 SPECTRA ENERGY CORP	847560109	—	10/21/2013	7/16/2016	661	—	0	—	640	21	—	0	0	0	0	0	0	21
40 SPECTRA ENERGY CORP	847560109	—	10/21/2013	7/16/2016	1,872	—	0	—	1,812	60	—	0	0	0	0	0	0	60
41 SPECTRA ENERGY CORP	847560109	—	10/21/2013	7/16/2016	511	—	0	—	497	14	—	0	0	0	0	0	0	14
42 SPECTRA ENERGY CORP	847560109	—	10/21/2013	10/18/2016	1,071	—	0	—	888	183	—	0	0	0	0	0	0	183
43 SPECTRA ENERGY CORP	847560109	—	1/6/2014	10/18/2016	214	—	0	—	177	37	—	0	0	0	0	0	0	37
44 SPECTRA ENERGY CORP	847560109	—	10/21/2013	10/18/2016	471	—	0	—	391	80	—	0	0	0	0	0	0	80
45 SPECTRA ENERGY CORP	847560109	—	1/6/2014	10/18/2016	86	—	0	—	71	15	—	0	0	0	0	0	0	15
46 SPECTRA ENERGY CORP	847560109	—	1/6/2014	10/19/2016	301	—	0	—	247	54	—	0	0	0	0	0	0	54
47 SPECTRA ENERGY CORP	847560109	—	10/21/2013	10/19/2016	1,376	—	0	—	1,137	239	—	0	0	0	0	0	0	239
48 SPECTRA ENERGY CORP	847560109	—	1/6/2014	11/10/2016	740	—	0	—	635	104	—	0	0	0	0	0	0	104
49 THOMSON REUTERS CORP	884903105	—	9/20/2013	4/26/2016	1,007	—	0	—	839	168	—	0	0	0	0	0	0	168
50 THOMSON REUTERS CORP	884903105	—	1/6/2014	11/10/2016	210	—	0	—	188	22	—	0	0	0	0	0	0	22
51 THOMSON REUTERS CORP	884903105	—	11/1/2013	11/10/2016	126	—	0	—	114	12	—	0	0	0	0	0	0	12
52 TORONTO DOMINION BANK	891160509	—	9/20/2013	4/26/2016	1,149	—	0	—	1,156	-7	—	0	0	0	0	0	0	7
53 TORONTO DOMINION BANK	891160508	—	1/6/2014	11/10/2016	965	—	0	—	968	-3	—	0	0	0	0	0	0	3
54 VENTAS INC	92276F100	—	9/20/2013	4/26/2016	3,803	—	0	—	3,356	445	—	0	0	0	0	0	0	445
55 VENTAS INC	92276F100	—	10/21/2013	9/13/2016	339	—	0	—	282	57	—	0	0	0	0	0	0	57
56 VENTAS INC	92276F100	—	8/24/2015	9/13/2016	542	—	0	—	471	71	—	0	0	0	0	0	0	71
57 VENTAS INC	92276F100	—	10/21/2013	9/13/2016	203	—	0	—	169	34	—	0	0	0	0	0	0	34
58 VENTAS INC	92276F100	—	10/21/2013	9/14/2016	542	—	0	—	450	92	—	0	0	0	0	0	0	92
59 VENTAS INC	92276F100	—	8/24/2015	9/14/2016	881	—	0	—	795	116	—	0	0	0	0	0	0	116
60 VENTAS INC	92276F100	—	10/21/2013	9/15/2016	407	—	0	—	336	69	—	0	0	0	0	0	0	69
61 VENTAS INC	92276F100	—	8/24/2015	9/15/2016	679	—	0	—	586	91	—	0	0	0	0	0	0	91
62 VZERON COMMUNICATNS C	92343V104	—	10/21/2013	11/10/2016	282	—	0	—	303	-21	—	0	0	0	0	0	0	21
63 AT&T INC	00206R102	—	4/26/2016	11/10/2016	404	—	0	—	418	1	—	0	0	0	0	0	0	1
64 ABBVIE INC SHS	00287Y109	—	9															

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

Amount														
Long Term CG Distributions	73	Short Term CG Distributions	0	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj Basis or Losses
70 ABBVIE INC SHS	00287Y109		10/21/2013	7/19/2016			1,522		0	1,161	381	0	0	0
71 ABBVIE INC SHS	00287Y109		11/12/2013	7/20/2016			1,657		0	1,136	417	0	0	417
72 ABBVIE INC SHS	00287Y109		1/6/2014	7/20/2016			1,402		0	1,136	266	0	0	266
73 ABBVIE INC SHS	00287Y109		2/9/2016	7/20/2016			127		0	107	20	0	0	20
74 VENTAS INC	92276F100		8/24/2015	9/13/2016			270		0	235	35	0	0	35
75 ABBVIE INC SHS	00287Y109		2/9/2016	7/21/2016			317		0	266	51	0	0	51
76 ALTRIA GROUP INC	02209S103		9/20/2013	2/9/2016			4,202		0	2,458	1,744	0	0	1,744
77 ALTRIA GROUP INC	02209S103		9/20/2013	5/5/2016			63		0	36	27	0	0	27
78 ALTRIA GROUP INC	02209S103		1/6/2014	5/5/2016			251		0	149	102	0	0	102
79 ALTRIA GROUP INC	02209S103		1/1/2013	5/5/2016			63		0	37	26	0	0	26
80 ALTRIA GROUP INC	02209S103		9/20/2013	5/5/2016			126		0	71	55	0	0	55
81 ALTRIA GROUP INC	02209S103		10/21/2013	5/5/2016			1,070		0	611	459	0	0	459
82 ALTRIA GROUP INC	02209S103		11/12/2013	5/5/2016			126		0	75	61	0	0	61
83 ALTRIA GROUP INC	02209S103		1/6/2014	5/5/2016			378		0	224	154	0	0	154
84 ALTRIA GROUP INC	02209S103		10/21/2013	5/5/2016			754		0	431	323	0	0	323
85 ALTRIA GROUP INC	02209S103		4/28/2016	5/5/2016			251		0	245	6	0	0	6
86 ALTRIA GROUP INC	02209S103		4/28/2016	5/5/2016			378		0	367	11	0	0	11
87 AMN ELEC POWER CO	025637101		4/28/2016	11/10/2016			299		0	315	16	0	0	16
88 ANHEUSER BUSCH INBEV A0	03524A108		6/20/2014	7/6/2016			16,571		0	16,000	571	0	0	571
89 ASTRAZENECA PLC SPND A0	046353108		12/10/2014	11/10/2016			1,639		0	2,186	-547	0	0	-547
90 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016			841		602	1,443	0	0	0	0
91 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016			304		217	521	0	0	0	0
92 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016			92		68	160	0	0	0	0
93 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			93		0	181	-88	0	0	-88
94 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			209		0	405	-196	0	0	-196
95 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			93		0	180	-87	0	0	-87
96 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			488		0	942	-454	0	0	-454
97 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			1,487		0	2,585	-1,078	0	0	-1,078
98 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			70		0	135	-65	0	0	-65
99 DOMINION RES INC NEW VA	25746U109		12/10/2014	4/26/2016			630		0	651	-21	0	0	21
100 EXXON MOBIL CORP COM	30231G102		2/9/2016	7/26/2016			2,012		0	1,748	264	0	0	264
101 EXXON MOBIL CORP COM	30231G102		2/9/2016	7/26/2016			3,571		0	3,099	472	0	0	472
102 DIGITAL RLTY TR INC	253868103		10/21/2013	9/14/2016			1,205		0	729	476	0	0	476
103 DIGITAL RLTY TR INC	253868103		10/21/2013	9/15/2016			184		0	112	72	0	0	72
104 EXXON MOBIL CORP COM	30231G102		2/9/2016	7/27/2016			4,189		0	3,655	534	0	0	534
105 DIGITAL RLTY TR INC	253868103		10/21/2013	11/10/2016			357		0	224	133	0	0	133
106 EXXON MOBIL CORP COM	30231G102		2/24/2016	7/27/2016			91		0	80	11	0	0	11
107 EXXON MOBIL CORP COM	30231G102		2/24/2016	7/28/2016			180		0	160	20	0	0	20
108 DIGITAL RLTY TR INC	253868103		10/21/2013	12/9/2016			281		0	168	113	0	0	113
109 EXXON MOBIL CORP COM	30231G102		2/9/2016	7/28/2016			6,309		0	5,562	747	0	0	747
110 EXXON MOBIL CORP COM	30231G102		2/9/2016	7/28/2016			1,477		0	1,351	126	0	0	126
111 EXXON MOBIL CORP COM	30231G102		2/24/2016	7/29/2016			87		0	80	7	0	0	7
112 GENERAL ELECTRIC	369604103		1/18/2008	11/10/2016			1,500		0	1,560	-60	0	0	-60
113 INTEL CORP	456140100		9/20/2013	2/9/2016			918		0	760	158	0	0	158
114 INT'L BUSINESS MACHINES	459200101		5/11/2016	11/10/2016			1,605		0	1,501	104	0	0	104
115 JPMORGAN CHASE & CO	46625H100		9/20/2013	4/26/2016			578		0	477	99	0	0	99
116 KIMBERLY CLARK	494368103		9/16/2013	2/9/2016			2,986		0	2,133	853	0	0	853
117 KRAFT (THE) HEINZ CO SHS	500754106		9/20/2013	2/9/2016			2,757		0	2,101	656	0	0	656
118 KRAFT (THE) HEINZ CO SHS	500754106		9/20/2013	4/26/2016			788		0	534	254	0	0	254
119 EU LILLY & CO	532457108		6/20/2014	2/9/2016			2,551		0	2,146	405	0	0	405
120 EU LILLY & CO	532457108		6/20/2014	2/24/2016			1,887		0	9,932	1,955	0	0	1,955
121 LOCKHEED MARTIN CORP	539830109		11/12/2014	2/9/2016			4,087		0	3,498	1,489	0	0	1,489
122 LORD ABBETT FLOATING	543916187		9/16/2015	5/2/2016			493		0	409	6	0	0	6
123 CENTURYLINK INC SHS	156700106		2/9/2015	11/4/2016			304		0	533	-281	0	0	-281
124 CENTURYLINK INC SHS	156700106		2/9/2015	11/7/2016			4,242		0	4,516	277	0	0	-277
125 COCA COLA CO	191216100		3/17/2015	2/9/2016			656		0	314	44	0	0	44
126 CONOCOPHILIPS	20625C104		12/10/2015	2/9/2016			11,139		0	16,357	-5,222	0	0	-5,222
127 DIGITAL RLTY TR INC	253868103		9/20/2013	2/9/2016			7,260		0	5,206	2,054	0	0	2,054
128 DIGITAL RLTY TR INC	253868103		10/21/2013	7/18/2016			424		0	224	200	0	0	200
129 DIGITAL RLTY TR INC	253868103		10/21/2013	7/18/2016			105		0	56	50	0	0	50
130 DIGITAL RLTY TR INC SHS	156700106		2/9/2015	11/4/2016			836		0	1,607	771	0	0	-771
131 DIGITAL RLTY TR INC	253868103		10/21/2013	7/19/2016			317		0	168	149	0	0	149
132 DIGITAL RLTY TR INC	253868103		10/21/2013	9/13/2016			935		0	561	374	0	0	374
133 DIGITAL RLTY TR INC	253868103		10/21/2013	9/13/2016			560		0	337	223	0	0	223
134 CENTURYLINK INC SHS	156700106		2/9/2015	11/2/2016			491		0	351	842	0	0	0
135 CALIFORNIA RESOURCES	13057Q107		2/9/2016	4/4/2016			0		0	1	-1	0	0	-1
136 CARNIVAL CORP PAIRED SH	143658300		9/15/2016	11/10/2016			548		0	511	37	0	0	37
137 CENTURYLINK INC SHS	156700106		2/9/2015	4/26/2016			2,327		0	2,066	-639	0	0	-639
138 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016			207		0	154	361	0	0	0

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

Long Term CG Distributions		73	Short Term CG Distributions		0	Amount							
Description of Property Sold	CUSIP #		Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	FMV as of 12/31/09	Adjusted Basis as of 12/31/09	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adi Basis or Losses	
139 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016	92		68	160	0	0	0	0	0
140 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016	1,402		0	2,405	-1,003	0	0	0	-1,003
141 CENTURYLINK INC SHS	156700106		2/9/2015	11/3/2016	70		50	120	0	0	0	0	0
142 ASTRazeneca PLC SPND AD	046353108		12/10/2014	12/19/2016	8,284		0	11,373	-3,089	0	0	0	-3,089
143 ASTRazeneca PLC SPND AD	046353108		4/28/2016	12/19/2016	1,079		0	1,184	-105	0	0	0	-105
144 ASTRazeneca PLC SPND AD	046353108		2/9/2016	12/19/2016	4,884		0	5,158	-274	0	0	0	-274
145 AUTOMATIC DATA PROC	053015103		11/19/2013	2/9/2016	1,132		0	975	157	0	0	0	-157
146 AUTOMATIC DATA PROC	053015103		11/19/2013	4/28/2016	986		0	768	220	0	0	0	220
147 AUTOMATIC DATA PROC	053015103		11/19/2013	5/5/2016	3,653		0	2,926	727	0	0	0	727
148 AUTOMATIC DATA PROC	053015103		11/19/2013	5/6/2016	4,691		0	3,762	929	0	0	0	929
149 AUTOMATIC DATA PROC	053015103		1/5/2014	5/9/2016	436		0	350	86	0	0	0	86
150 AUTOMATIC DATA PROC	053015103		11/19/2013	5/9/2016	3,054		0	2,438	616	0	0	0	616
151 AUTOMATIC DATA PROC	053015103		1/5/2014	5/10/2016	2,098		0	1,680	418	0	0	0	418
152 AUTOMATIC DATA PROC	053015103		10/3/2014	5/10/2016	2,011		0	1,720	291	0	0	0	291
153 BLACKROCK GLOBAL LONG	091936732		5/28/2015	9/8/2016	9		0	10	-1	0	0	0	-1
154 BLACKROCK GLOBAL LONG	091936732		5/28/2015	9/8/2016	21,089		0	22,334	-1,265	0	0	0	-1,265
155 CALIFORNIA RESOURCES	13057Q107		11/12/2013	3/4/2016	5		0	3	0	0	0	0	0
156 CALIFORNIA RESOURCES	13057Q107		12/4/2014	3/4/2016	1		0	2	-1	0	0	0	-1
157 CALIFORNIA RESOURCES	13057Q107		9/20/2013	3/4/2016	2		0	8	-1	0	0	0	-1
158 CALIFORNIA RESOURCES	13057Q107		10/21/2013	3/4/2016	7		0	8	-1	0	0	0	-1
159 CALIFORNIA RESOURCES	13057Q107		1/6/2014	3/4/2016	3		0	3	0	0	0	0	0
160 CALIFORNIA RESOURCES	13057Q107		2/9/2016	3/4/2016	10		0	8	2	0	0	0	2
161 LORD ABBETT FLOATING	543916167		9/16/2015	5/2/2016	7		0	7	0	0	0	0	0
162 LORD ABBETT FLOATING	543916167		9/16/2015	9/8/2016	4		0	4	-	0	0	0	-
163 LORD ABBETT FLOATING	543916167		9/16/2015	9/8/2016	1		0	0	1	0	0	0	0

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	UST-MLT		P O Box 1501 NJ2-130-03-31	Pennington	NJ	08534-1501		TRUSTEE	1 00	8 712	0	
2	HENRY WEATHERS, JR		2965 PHARR CT	Atlanta	GA	30305		MANAGER	1 00	0	0	

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

	Date	Amount
1 Credit from prior year return	1	
2 First quarter estimated tax payment	2	314
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	314

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distnbutable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	15,484
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	15,484