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Return of Private Foundation

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

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OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation THE LUCYLE LOVE FOUNDATION C/O D R MCALISTER		A Employer identification number 57-0902382
Number and street (or P O box number if mail is not delivered to street address) 24 SPRING TREE DRIVE		B Telephone number (864) 451-7220
City or town, state or province, country, and ZIP or foreign postal code SIMPSONVILLE, SC 29681		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,975,614.	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					
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		50,977.	50,511.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		31,447.			
b Gross sales price for all assets on line 6a	327,387.				
7 Capital gain net income (from Part IV, line 2)			31,447.		
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		82,424.	81,958.	0.	
13 Compensation of officers, directors, trustees, etc		30,000.	15,000.	0.	15,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 4	13,736.	13,250.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		49,573.	30,972.	0.	17,475.
25 Contributions, gifts, grants paid		73,271.			73,271.
26 Total expenses and disbursements. Add lines 24 and 25		122,844.	30,972.	0.	90,746.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<40,420.>			
b Net investment income (if negative, enter -0-)			50,986.		
c Adjusted net income (if negative, enter -0-)				0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		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		40,989.	18,630.	18,630.
	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				
	b	Investments - corporate stock STMT 5		1,107,377.	1,131,980.	1,569,061.
	c	Investments - corporate bonds STMT 6		416,008.	385,643.	387,923.
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 7		12,299.	0.	0.	
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)		1,576,673.	1,536,253.	1,975,614.	
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 <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		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		1,576,673.	1,536,253.	
	30	Total net assets or fund balances		1,576,673.	1,536,253.	
31	Total liabilities and net assets/fund balances		1,576,673.	1,536,253.		

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	1,576,673.
2	Enter amount from Part I, line 27a	2	<40,420.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,536,253.
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	1,536,253.

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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 PUBLICLY TRADED SECURITIES	P		
b PUBLICLY TRADED SECURITIES	P		
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 206,992.		183,935.	23,057.
b 120,395.		112,005.	8,390.
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			23,057.
b			8,390.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div> </div>	2	31,447.
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	95,085.	1,923,353.	.049437
2014	119,195.	1,971,639.	.060455
2013	142,137.	1,924,300.	.073864
2012	214,328.	1,976,721.	.108426
2011	178,571.	2,107,811.	.084719

2 Total of line 1, column (d)	2	.376901
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	.075380
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,860,317.
5 Multiply line 4 by line 3	5	140,231.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	510.
7 Add lines 5 and 6	7	140,741.
8 Enter qualifying distributions from Part XII, line 4	8	90,746.

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	1,020.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	1,020.
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	1,020.
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	1,937.	
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	1,937.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	917.	
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 917. Refunded <input 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
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		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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 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) SC		
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 SEE STATEMENT 8		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

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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)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14 The books are in care of ► D R MCALISTER Telephone no. ► 864-675-0445 Located at ► 24 RAINFLOWER DR, GREENVILLE, SC ZIP+4 ► 29615		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. ► 15 N/A		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	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 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"/>	1b	X
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? If "Yes," list the years: _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016)	N/A	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)?

5b

X

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
DAVID VICKERY 308 BELMONT AVE. GREENVILLE, SC 29601	TRUSTEE 2.00	15,000.	0.	0.
DON MCALISTER 24 RAIN FLOWER DRIVE GREENVILLE, SC 29615	TRUSTEE 2.00	15,000.	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

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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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	1,831,767.
b	Average of monthly cash balances	1b	56,880.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,888,647.
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	1,888,647.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,330.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,860,317.
6	Minimum investment return. Enter 5% of line 5	6	93,016.

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	93,016.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	1,020.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,020.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,996.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	91,996.
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	91,996.

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	90,746.
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	90,746.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	90,746.

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				91,996.
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	67,304.			
b From 2012	116,998.			
c From 2013	48,344.			
d From 2014	23,161.			
e From 2015				
f Total of lines 3a through e	255,807.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	90,746.			
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				90,746.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a).)	1,250.			1,250.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	254,557.			
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	66,054.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	188,503.			
10 Analysis of line 9:				
a Excess from 2012	116,998.			
b Excess from 2013	48,344.			
c Excess from 2014	23,161.			
d Excess from 2015				
e Excess from 2016				

N/A

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

	4942(1)(3) or		4942(1)(5)
--	---------------	--	------------

- b 85% of line 2a**

- d Amounts included in line 2c not

- e Qualifying distributions made directly for active conduct of exempt activities.

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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:

SEE ATTACHED STATEMENT 10

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

SEE ATTACHED STATEMENT 10

- c Any submission deadlines:**

SEE ATTACHED STATEMENT 10

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

SEE ATTACHED STATEMENT 10

THE LUCYLE LOVE FOUNDATION

C/O D R MCALISTER

Form 990-PF (2016)

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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)				
a Paid during the year				
AMERICAN RED CROSS PO BOX 9035 GREENVILLE, SC 29604	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	2,500.
ANDERSON UNIVERSITY - ERIN SANDERS 316 BOULEVARD ANDERSON, SC 29621	N/A	N/A	SCHOLARSHIP	3,000.
BONCLARKEN 500 PINE DR FLAT ROCK, NC 28731	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	5,000.
CHRISTIANITY EXPLORED OF NORTH AMERICA 1 CLEVELAND ST #110 GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	4,000.
COLORADO STATE UNIVERSITY - BETH AVERA 1062 CAMPUS DELIVERY FORT COLLINS, CO 80523	N/A	N/A	SCHOLARSHIP	1,300.
Total SEE CONTINUATION SHEET(S) ▶ 3a				73,271.
b Approved for future payment				
NONE				
Total				0.

Form 990-PF (2016)

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						
4 Dividends and interest from securities			14	50,977.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	31,447.		
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.		82,424.		0.
13 Total. Add line 12, columns (b), (d), and (e)						82,424.

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

- | | | |
|--|-------|-----|
| <p>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?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | | Yes |
| | 1a(1) | |
| | 1a(2) | |
| | | |
| | 1b(1) | |
| | 1b(2) | |
| | 1b(3) | |
| | 1b(4) | |
| | 1b(5) | |
| | 1b(6) | |
| | 1c | |

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

[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.

Signature of officer or trustee: Donald R. McAlister, Trustee Date: 5-11-17

Date _____

Title

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

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

FRANCES M.
PATTERSON

Preparer's signature

Francis M. Patterson

Date _____

05/10/17

Check ☐ if
self-employed

PTIN

P00445802

Firm's name ▶ ELLIOTT DAVIS DECOSIMO, LLC / PLLC

Firm's EIN ▶ 57-0381582

Firm's address ► P.O. BOX 6286

GREENVILLE, SC 29606-6286

Phone no. 864-242-3370

THE LUCYLE LOVE FOUNDATION
C/O D R MCALISTER

57-0902382

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Year (Continuation)				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DUNEAN MILLS COMMUNITY ALLIANCE 109 SMYTHE AVE GREENVILLE, SC 29605	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	2,000.
ERSKINE COLLEGE 2 WASHINGTON ST DUE WEST, SC 29639	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	5,000.
ERSKINE COLLEGE OF MUSIC 2 WASHINGTON ST DUE WEST, SC 29639	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	5,000.
FIRST PRESBYTERIAN CHURCH 200 W WASHINGTON ST GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	14,500.
FOUNTAIN INN CHORALE 315 N MAIN ST FOUNTAIN INN, SC 29644	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	1,000.
GENERAL SYNOD ARP CHURCH 1 CLEVELAND ST #110 GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	3,000.
GREENVILLE ARP CHURCH 741 CLEVELAND ST GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	350.
GREENVILLE CHORALE PO BOX 16851 GREENVILLE, SC 29606	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	2,800.
GREENVILLE TECHNICAL COLLEGE - JOY VICKERY 506 S PLEASANTBURG DR GREENVILLE, SC 29607	N/A	N/A	SCHOLARSHIP	821.
GREENVILLE TECHNICAL COLLEGE - CHAPMAN HARMSTAD 506 S PLEASANTBURG DR GREENVILLE, SC 29607	N/A	N/A	SCHOLARSHIP	1,000.
Total from continuation sheets				57,471.

THE LUCYLE LOVE FOUNDATION
C/O D R MCALISTER

57-0902382

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GREENVILLE TECHNICAL COLLEGE - JAY HARMSTAD 506 S PLEASANTBURG DR GREENVILLE, SC 29607	N/A	N/A	SCHOLARSHIP	1,000.
NEIGHBORHOOD FOCUS 6914 WHITE HORSE RD GREENVILLE, SC 29611	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	3,000.
NET MINISTRIES 110 CRUSADER AVE W WEST ST PAUL, MN 55118	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	500.
PRESBYTERIAN COLLEGE - HANNAH TAYLOR 503 S BROAD ST CLINTON, SC 29325	N/A	N/A	SCHOLARSHIP	1,500.
SAGAMAN ORPHANS ED FUND 400 BELMONT AVE GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	2,000.
SC CHRISTIAN FOUNDATION 7 BOYCE AVE GREENVILLE, SC 29601	N/A	PUBLIC	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	5,000.
UNIVERSITY OF GEORGIA - WILLIAM M HULL 1070 STRATFORD DRIVE ATHENS, GA 30677	N/A	N/A	SCHOLARSHIP	2,500.
VARIOUS ORGANIZED CHARITIES	N/A	N/A	TO FURTHER THE ORGANIZATIONS EXEMPT PROGRAMS	6,500.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY INVESTMENT - OID	0.	0.	0.	0.	0.
FIDELITY INVESTMENTS					
ACCRUED INTEREST	<668.>	0.	<668.>	<668.>	<668.>
FIDELITY INVESTMENTS- BOND AMORTIZATION	<213.>	0.	<213.>	<213.>	<213.>
FIDELITY INVESTMENTS- DIVIDENDS	35,153.	0.	35,153.	34,697.	35,153.
FIDELITY INVESTMENTS- INTEREST	16,695.	0.	16,695.	16,695.	16,695.
FIDELITY INVESTMENTS- TAX EXEMPT INTEREST	10.	0.	10.	0.	10.
TO PART I, LINE 4	50,977.	0.	50,977.	50,511.	50,977.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,950.	2,475.	0.	2,475.
TO FORM 990-PF, PG 1, LN 16B	4,950.	2,475.	0.	2,475.

FORM 990-PF	TAXES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	247.	247.	0.	0.
FEDERAL EXCISE TAX	640.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	887.	247.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	13,178.	13,178.	0.	0.
ADMINISTRATIVE COSTS	486.	0.	0.	0.
BANK CHARGES	72.	72.	0.	0.
TO FORM 990-PF, PG 1, LN 23	13,736.	13,250.	0.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORP STOCK - SEE ATTACHED STATEMENT 9	1,131,980.	1,569,061.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,131,980.	1,569,061.

FORM 990-PF	CORPORATE BONDS	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND FUNDS - SEE ATTACHED STATEMENT 9	385,643.	387,923.
TOTAL TO FORM 990-PF, PART II, LINE 10C	385,643.	387,923.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	7
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED STATEMENT 9	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 8B	STATEMENT	8
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EXPLANATION

NOT REQUIRED

INVESTMENT REPORT
December 1, 2016 - December 31, 2016

Account # 636-610682
TRUST: UNDER AGREEMENT

Holdings

Core Account

Description	Quantity	Price Per Unit	Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
FIDELITY GOVERNMENT CASH RESERVES (FDRXX)	11,309.200	\$1.0000	\$11,309.20	not applicable	not applicable		
-- 7-day yield: 0.24%							
Total Core Account (1% of account holdings)			\$11,309.20				

Exchange Traded Products

Includes exchange-traded funds (ETFs), exchange-traded notes (ETNs), and other exchange-traded vehicles

Description	Quantity	Price Per Unit	Market Value	Total Cost Basis	Unrealized Gain/Loss		
Equity ETPs							
ISHARES MSCI EMERGING MARKETS ETF (EEM)	750.000	\$35.0100	\$26,257.50	\$32,378.70	-\$6,121.20		
ISHARES MSCI EAFE ETF (EFA)	550.000	57.7300	31,751.50	34,833.33	-3,081.83		
ISHARES CORE S&P MID-CAP ETF (IHC)	375.000	165.3400	62,002.50	30,415.52	31,586.98		
ISHARES NASDAQ BIOTECHNOLOGY ETF (IBB)	105.000	265.3800	27,864.90	16,696.93	11,167.97		
ISHARES CORE S&P SMALL-CAP ETF (IJS)	350.000	137.5200	48,132.00	21,956.39	26,175.61		
Total Equity ETPs (10% of account holdings)			196,008.40	136,280.87	59,727.53		
Total Exchange Traded Products (10% of account holdings)			\$196,008.40	\$136,280.87	\$59,727.53		

Stocks

Description	Quantity	Price Per Unit	Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock							
EATON CORP PLC COM (ETN)	200.000	\$67.0900	\$13,418.00	\$14,333.35	-\$915.35	\$456.00	3.400%
INGERSOLL-RAND PLC SHS USD1 (IR)	200.000	75.0400	15,008.00	14,711.49	296.51	320.00	2.130
CHECK POINT SOFTWARE TECHNOLOGIES ORD	300.000	84.4600	25,338.00	24,226.68	1,111.32		
ILSO.01 (CHKP)							
NXP SEMICONDUCTORS N V (NXPI)	400.000	98.0100	39,204.00	35,629.95	3,574.05		
ABBOTT LABORATORIES (ABT)	825.000	38.4100	31,688.25	23,303.69	8,384.56	874.50	2.760



INVESTMENT REPORT
December 1, 2016 - December 31, 2016

Account # 636-610682
TRUST: UNDER AGREEMENT

Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
AGRIUM INC COM NPV ISIN #CA0089161081	100.000	100.5500	10,055.00	9,171.94	883.06	350.00	3.480
SEDOL #2213538 (AGU)							
AIR PRODUCTS & CHEM (APD)	100.000	143.8200	14,382.00	14,887.85	-505.85	344.00	2.380
ALPHABET INC CAP STK CL C (GOOG)	30.000	771.8200	23,154.60	10,389.45	12,765.15	-	-
ALPHABET INC CAP STK CL A (GOOGL)	30.000	792.4500	23,773.50	10,450.17	13,323.33	-	-
AMAZON.COM INC (AMZN)	25.000	749.8700	18,746.75	19,325.45	-578.70	-	-
APACHE CORP (APA)	250.000	63.4700	15,867.50	25,208.48	-9,340.98	250.00	1.580
APPLE INC (AAPL)	350.000	115.8200	40,537.00	7,101.00	33,436.00	798.00	1.970
ARCHER DANIELS MIDLAND (ADM)	500.000	45.6500	22,825.00	24,645.72	-1,820.72	600.00	2.630
BB & T CORP (BBT)	500.000	47.0200	23,510.00	16,616.55	6,893.45	600.00	2.550
BAXTER INTL INC (BAX)	250.000	44.3400	11,085.00	10,125.33	959.67	130.00	1.170
BOEING CO (BA)	150.000	155.6800	23,352.00	17,214.45	6,137.55	852.00	3.650
CARLISLE COS INC COM (CSL)	150.000	110.2900	16,543.50	16,296.03	247.47	210.00	1.270
CISCO SYS INC COM (CSCO)	800.000	30.2200	24,176.00	20,043.55	4,132.45	832.00	3.440
COSTCO WHOLESALE CORP (COST)	225.000	160.1100	36,024.75	24,484.78	11,539.97	405.00	1.120
DEERE & COMPANY (DE)	200.000	103.0400	20,608.00	7,948.91	12,659.09	480.00	2.330
DISNEY WALT CO (DIS)	300.000	104.2200	31,266.00	6,806.00	24,460.00	488.00	1.500
DOMINION RESOURCES INC VA NEW(D)	200.000	76.5900	15,318.00	14,627.53	690.47	560.00	3.680
DUKE ENERGY CORP NEW COM NEW	165.000	77.5200	12,884.92	8,313.67	4,571.25	567.72	4.410
ISIN #US26441C2044 SEDOL #B7JZSK0 (DUK)							
EAST WEST BANCORP INC (EWBC)	400.000	50.8300	20,332.00	20,230.67	101.33	320.00	1.570
EXXON MOBIL CORP (XOM)	300.000	90.2600	27,078.00	19,798.38	7,279.62	900.00	3.320
GOLDMAN SACHS GROUP INC (GS)	100.000	239.4500	23,945.00	16,392.06	7,552.94	260.00	1.090
HOLLYFRONTIER CORPORATION COM	300.000	32.7800	9,828.00	13,634.49	-3,806.49	396.00	4.030
US00.01 (HFC)							
HOME DEPOT INC COM (HD)	200.000	134.0800	26,816.00	18,416.85	8,399.15	552.00	2.060
INTL BUSINESS MACH (IBM)	150.000	165.9900	24,898.50	23,424.92	1,473.58	840.00	3.370
JPMORGAN CHASE & CO (JPM)	375.000	86.2900	32,358.75	15,687.21	16,671.54	720.00	2.230
JOHNSON & JOHNSON (JNJ)	300.000	115.2100	34,563.00	16,966.22	17,596.78	960.00	2.780
LILLY ELI & CO COM NPV (LLY)	250.000	73.5500	18,387.50	17,102.03	1,285.47	520.00	2.830
MICROSOFT CORP (MSFT)	700.000	62.1400	43,498.00	16,237.13	27,260.87	1,092.00	2.510
NIKE INC CLASS B (NKE)	800.000	50.8300	30,498.00	13,460.51	17,037.49	432.00	1.420
NORFOLK SOUTHERN CRP (NSC)	200.000	108.0700	21,614.00	21,695.95	-81.95	472.00	2.180

MP CF BCLTHBBBRTOK BBBBC 20161230



INVESTMENT REPORT
December 1, 2016 - December 31, 2016

Account # 636-610682
TRUST: UNDER AGREEMENT

Holdings

Stocks (continued)

Description	Quantity	Price Per Unit	Total Market Value	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Est. Yield (EY)
Common Stock (continued)							
ORACLE CORP COM (ORCL)	700,000	38.4500	26,915.00	15,477.32	11,437.68	420.00	1.560
PNC FINL SVCS GROUP (PNC)	250,000	116.9600	29,240.00	14,812.35	14,427.65	550.00	1.880
PPG INDUSTRIES (PPG)	175,000	94.7600	16,583.00	19,277.81	-2,694.81	280.00	1.690
PANERA BREAD CO CL A (PNRA)	150,000	205.0900	30,763.50	26,271.45	4,492.05	-	-
PEPSICO INC (PEP)	250,000	104.6300	26,157.50	15,878.37	10,279.13	752.50	2.880
PFIZER INC (PFE)	500,000	32.4800	16,240.00	14,882.95	1,357.05	640.00	3.940
PROCTER AND GAMBLE CO COM (PG)	350,000	84.0800	29,428.00	20,268.50	9,159.50	937.30	3.190
QUEST DIAGNOSTICS INC (DGX)	400,000	91.9000	36,760.00	27,587.67	9,172.33	720.00	1.960
SCHLUMBERGER LIMITED COM USD0.01 (SLB)	300,000	83.9500	25,185.00	15,874.26	9,310.74	600.00	2.380
TARGET CORP COM (TGT)	200,000	72.2300	14,446.00	12,127.13	2,318.87	480.00	3.320
UNION PACIFIC CORP (UNP)	350,000	103.6800	36,288.00	18,202.12	18,085.88	847.00	2.330
UNITED TECHNOLOGIES CORP COM USD1 (UTX)	200,000	109.6200	21,924.00	10,018.48	11,905.52	528.00	2.410
UNITEDHEALTH GROUP (UNH)	150,000	160.0400	24,006.00	11,046.47	12,959.53	375.00	1.560
VERIZON COMMUNICATIONS (VZ)	400,000	53.3800	21,352.00	14,831.91	6,520.09	924.00	4.330
VISA INC COM CL A (V)	400,000	78.0200	31,208.00	7,413.21	23,794.79	264.00	0.850
WASTE MANAGEMENT INC (WM)	250,000	70.9100	17,727.50	10,180.43	7,547.07	410.00	2.310
WHIRLPOOL CORP (WHR)	100,000	181.7700	18,177.00	20,760.95	-2,583.95	400.00	2.200
Total Common Stock (63% of account holdings)			\$1,244,983.02	\$863,819.82	\$381,163.20	\$25,689.02	
Preferred Stock							
HARTFORD FINANCIAL SERVICES GRP INC 7.875% 04/15/2042 PFD (HGH)	2,250,000	\$29.6300	\$66,667.50	\$68,686.05	-\$2,018.55	-	-
PNC FINL SVCS GROUP INC 6.12500% PFD (PNCPRP)	2,250,000	27.2900	61,402.50	63,193.25	-1,790.75	-	-
Total Preferred Stock (7% of account holdings)			\$128,070.00	\$131,879.30	-\$3,809.30	-	-
Total Stocks (70% of account holdings)			\$1,373,053.02	\$995,699.12	\$377,353.90	\$25,689.02	



INVESTMENT REPORT
December 1, 2016 - December 31, 2016

Account # 636-610682
TRUST: UNDER AGREEMENT

Holdings

Bonds	Description	Maturity	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate
Corporate Bonds									
BANK AMER CORP BOND			40,000.000	\$100.5500	\$40,220.00	\$40,686.49	-\$466.49	-	6.100%
PERPETUAL									
ISIN #US060505EN03 FLOATING COUPON MOODYS Baa2	S&P BB+ SEMIANNUALLY NEXT CALL DATE 03/17/2025	CONT CALL 03/17/2025	CUSIP: 060505EN0						
GOLDMAN SACHS GROUP INC			10,000.000	101.0000	10,100.00	10,069.94	30.06	-	5.375
BOND PERPETUAL									
ISIN #US38148BAB45 FLOATING COUPON MOODYS Baa1	S&P BB SEMIANNUALLY NEXT CALL DATE 05/10/2020	CONT CALL 05/10/2020	CUSIP: 38148BAB4						
JPMORGAN CHASE & CO BOND			10,000.000	102.0560	10,205.60	10,073.65	131.95	-	5.300
PERPETUAL									
FLOATING COUPON MOODYS Baa3	S&P BBB- SEMIANNUALLY NEXT CALL DATE 05/01/2020	CUSIP: 46625HKK5							
SUNTRUST BKS INC BOND			40,000.000	102.3750	40,950.00	40,223.96	726.04	-	5.625
PERPETUAL									
FLOATING COUPON MOODYS Baa3	S&P BB+ SEMIANNUALLY NEXT CALL DATE 12/15/2019	CUSIP: 867914BJ1							
MORGAN STANLEY SR NT-F	03/22/17	100.7630	50,000.000	50,376.50	50,154.15	222.35	1,187.500	4.750	
FIXED COUPON MOODYS A3	S&P BBB+ SEMIANNUALLY CUSIP: 61747YDT9								
ONEOK PARTNERS LP NOTE CALL	10/01/17	100.2760	25,000.000	25,069.00	24,756.25	312.75	500.000	2.000	
MAKE WHOLE				125.00					
FIXED COUPON MOODYS Baa2	S&P BBB SEMIANNUALLY NEXT CALL DATE 09/01/2017	CONT CALL 09/01/2017	MAKE WHOLE CALL	CUSIP: 68268NAH6					
TOTAL SYS SVCS INC NOTE CALL	06/01/18	100.4140	25,000.000	25,103.50	25,010.23	93.27	593.740	2.375	
MAKE WHOLE				49.48					
FIXED COUPON MOODYS Baa3	S&P BBB- SEMIANNUALLY MAKE WHOLE CALL	CUSIP: 891906AA7							
BAIDU INC NOTE CALL MAKE	08/06/18	101.6889	10,000.000	10,168.89	10,355.60	-186.71	-	3.260	
WHOLE									
FIXED COUPON MOODYS A3	SEMIANNUALLY MAKE WHOLE CALL	CUSIP: 056752AC2							
SPECTRA ENERGY PARTNERS LP	09/25/18	101.5780	25,000.000	25,394.50	25,262.39	142.11	737.500	2.950	
NOTE				196.67					
FIXED COUPON MOODYS Baa2	S&P BBB SEMIANNUALLY NEXT CALL DATE 08/25/2018	CONT CALL 08/25/2018	MAKE WHOLE CALL	CUSIP: 84756NAC3					
ALTERA CORP NOTE CALL MAKE	11/15/18	101.7270	9,000.000	9,155.43	9,060.77	94.66	225.000	2.500	
WHOLE				28.75					
FIXED COUPON MOODYS A1	S&P A+ SEMIANNUALLY MAKE WHOLE CALL	CUSIP: 021441AE0							
VORNADO REALTY LP NT NOTE	06/30/19	100.3540	20,000.000	20,070.80	19,978.00	92.80	500.000	2.500	
CALL MAKE WHOLE				1.39					
FIXED COUPON MOODYS Baa2	S&P BBB SEMIANNUALLY NEXT CALL DATE 05/30/2019	CONT CALL 05/30/2019	MAKE WHOLE CALL	CUSIP: 929043AH0					

INVESTMENT REPORT
December 1, 2016 - December 31, 2016

Account # 636-610682
TRUST: UNDER AGREEMENT

Holdings

Bonds (continued)									
Description	Maturity	Quantity	Price Per Unit	Total Market Value Accrued Interest (AI)	Total Cost Basis	Unrealized Gain/Loss	Est. Annual Income (EAI)	Coupon Rate	
Corporate Bonds (continued)									
WALGREENS BOOTS ALLIANCE INC	11/18/19	25,000.000	101.3270	25,331.75 80.63	25,103.81 B	228.14	675.000	2.700	
FIXED COUPON MOODYS Baa2 S&P BBB SEMIANNUALLY NEXT CALL DATE 10/18/2019 CONT CALL 10/18/2019 MAKE WHOLE CALL CUSIP: 931427AA6									
YUM BRANDS INC NOTE CALL	11/01/20	45,000.000	102.1250	45,956.25	46,437.98 B	-481.73	1,743.740	3.875	
MAKE WHOLE				290.62					
FIXED COUPON MOODYS B2 S&P B+ SEMIANNUALLY NEXT CALL DATE 08/01/2020 CONT CALL 08/01/2020 MAKE WHOLE CALL CUSIP: 988498AG6									
JPMORGAN CHASE & CO NOTE	05/01/23	50,000.000	99.6420	49,821.00 281.25	49,479.50 B	1,341.50	1,887.500	3.375	
FIXED COUPON MOODYS Baa1 S&P BBB+ SEMIANNUALLY CUSIP: 46825HJJ0									
Total Corporate Bonds (20% of account holdings)				\$387,923.22	\$385,642.52	\$2,280.70	\$7,849.980		
Total Bonds (20% of account holdings)				\$387,923.22	\$385,642.52	\$2,280.70	\$7,849.980		

Total Holdings

Accrued Interest (AI)	\$1,988,283.84
Total Including Accrued Interest (AI)	\$1,970,000.75

\$33,538.00

All remaining positions held in cash account.

Cost Basis - the original amount paid for a security, including the amount of reinvested dividends and capital gains, plus or minus certain adjustments. See last page of statement for details. Total Cost Basis does not include the cost basis on core, money market or other positions where cost basis is unknown or not applicable.

EAI Estimated Annual Income (EAI) & Estimated Yield (EY) - EAI is an estimate of annual income for a specific security position over the next rolling 12 months. EY is calculated by dividing the & EY current EAI for a security position by its statement closing date market value. EY reflects only the income generated by an investment; it does not reflect changes in its price, which may fluctuate. For certain types of securities, EAI and EY could include the return of principal or capital gains which would render them overstated. EAI and EY are estimates provided for informational purposes only and should not be relied on for making investment, trading, or tax decisions. There is no guarantee that your investments will actually generate the EAI or EY presented. Actual income and yield might be higher or lower. EAI and EY should not be confused with a security's 30-day Yield or 7-day Yield, if provided, as such yield quotations reflect the actual historical performance of a security. For additional information, including calculation details, refer to the "Additional Information and Endnotes" section at the end of your statement.

