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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2016

Open to Public Inspection

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

For calendar year 2016 or tax year beginning , and ending

Name of foundation J J MILLER FOUNDATION		A Employer identification number 57-6055700
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 100 N Main St MAC D4001-117		B Telephone number (see instructions) (888) 730-4933
City or town, state or province, country, and ZIP or foreign postal code Winston Salem NC 27101		
Foreign country name Foreign province/state/country Foreign postal code		
C If exemption application is pending, check here <input type="checkbox"/>		
D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), 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		
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		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 888,581		
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

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)				
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	15,700	15,116		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	9,450			
b	Gross sales price for all assets on line 6a	343,437			
7	Capital gain net income (from Part IV, line 2)		9,450		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	25,150	24,566	0	
13	Compensation of officers, directors, trustees, etc	14,698	10,274		4,424
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,217			1,217
c	Other professional fees (attach schedule)	2,223			2,223
17	Interest				
18	Taxes (attach schedule) (see instructions)	155	155		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	18,293	10,429	0	7,864
25	Contributions, gifts, grants paid	30,000			30,000
26	Total expenses and disbursements. Add lines 24 and 25	48,293	10,429	0	37,864
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	-23,143			
b	Net investment income (if negative, enter -0-)		14,137		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2016)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	67,300	34,849	34,849
	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)			
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	772,996	782,140	853,732
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	840,296	816,989	888,581
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	840,296	816,989	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	840,296	816,989	
	31 Total liabilities and net assets/fund balances (see instructions)	840,296	816,989	

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	840,296
2	Enter amount from Part I, line 27a	2	-23,143
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	957
4	Add lines 1, 2, and 3	4	818,110
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,121
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	816,989

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	9,450
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	42,003	921,861	0.045563
2014	42,420	957,499	0.044303
2013	41,079	930,790	0.044133
2012	40,020	887,250	0.045106
2011	37,158	902,888	0.041155
2 Total of line 1, column (d)			2 0.220260
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 0.044052
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 876,388
5 Multiply line 4 by line 3			5 38,607
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 141
7 Add lines 5 and 6			7 38,748
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 37,864

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		283
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		0
3	Add lines 1 and 2	3		283
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		283
6	Credits/Payments			
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	179	
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		179
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		104
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2017 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
1c 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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	Yes	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		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 ► WELLS FARGO BANK N A Telephone no ► 888-730-4933 Located at ► 100 N Main St MAC D4001-117 Winston Salem NC ZIP+4 ► 27101			
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	Yes	No
				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.

1a	During the year did the foundation (either directly or indirectly)		Yes	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 ►	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 ► 20 _____, 20 _____, 20 _____, 20 _____		<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)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?		<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)	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A 100 N Main St MAC D4001-117 Winston Salem, NC 27	Trustee SEE ATTACHED	13,698	NONE	NONE
SONIA CHERRY 101 COOPER DRIVE SANTEE, SC 29142	DIRECTOR 00	500	N/A	N/A
STEPHEN STEINBERG 307 BERMUDA TOWN ROW MOUNT PLEASANT, SC	DIRECTOR 00	500	N/A	N/A

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	850,491
b	Average of monthly cash balances	1b	39,243
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	889,734
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	889,734
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see instructions)	4	13,346
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	876,388
6	Minimum investment return. Enter 5% of line 5	6	43,819

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	43,819
2a	Tax on investment income for 2016 from Part VI, line 5	2a	283
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	283
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,536
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	43,536
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	43,536

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	37,864
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,864
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,864

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				43,536
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			28,632	
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	0			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 37,864				
a Applied to 2015, but not more than line 2a			28,632	
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				9,232
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				34,304
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				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling ▶**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

DAVID M. MILLER ONE WEST FOURTH STREET 2ND FLOOR WINSTON SALEM, NC 27101 (336) 747-8182

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

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES AND APPLICATION

c Any submission deadlines

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES AND APPLICATION

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

CONTACT TRUST OFFICER FOR LIMITS, DEADLINES AND APPLICATION

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	30,000
b Approved for future payment NONE				
Total			▶ 3b	0

Supplemental Information:

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

Wells Fargo Bank N.A
100 N Main Street Mac 4001-117
Winston-Salem, NC 27101-3818

The compensation reported in column (c) is calculated based on periodic market values and/or the applicable fee agreement. It is not determined solely on an hourly basis. Corporate Trustee services include, but are not limited to, administrative services such as fiduciary accounting, custody of assets, complying with tax filing requirements, complying with distribution provisions, and complying with federal and state laws applicable to private foundations, plus asset management services such as creating asset allocation strategies, investment reporting and reallocating and rebalancing of portfolios as necessary.

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

Recipient(s) paid during the year

Name

ADDLESTONE HEBREW ACADEMY

Street

1639 WALLENBERG BLVD

City

CHARLESTON

State

SC

Zip Code

29407

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHABAD OF MYRTLE BEACH

Street

2803 N OAK ST

City

MYRTLE BEACH

State

SC

Zip Code

29577

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

CHABAD-LUBAVITCH OF SOUTH CAROLINA, INC

Street

5827 N TRENHOLM RD

City

COLUMBIA

State

SC

Zip Code

29206

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

3,500

Name

COLLEGE OF CHARLESTON FOUNDATION

Street

66 GEORGE ST

City

CHARLESTON

State

SC

Zip Code

29424

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,500

Name

RAMBAM DAY SCHOOL

Street

511 ABERCORN ST

City

SAVANAH

State

GA

Zip Code

31405

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP

Amount

2,500

Name

ELLOREE FIRST BAPTIST CHURCH

Street

6208 OLD NUMBER SIX HWY

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,050

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

Recipient(s) paid during the year

Name

ELLOREE HERITAGE MUSEUM

Street

2714 CLEVELAND ST

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

ELLOREE UNITED METHODIST CHURCH

Street

PO DRAWER

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,050

Name

ST MATTHEWS K-8 NEW SCHOOL

Street

135 SAINTS AVE

City

ST MATTHEWS

State

SC

Zip Code

29135

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,725

Name

HOPE LUTHERAN CHURCH OUTREACH

Street

1400 KENNERLY ROAD

City

IRMO

State

SC

Zip Code

29063

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,050

Name

TOWN OF ELLOREE

Street

2719 CLEVELAND ST

City

ELLOREE

State

SC

Zip Code

29047

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,000

Name

ORANGEBURG-CALHOUN TECHNICAL COLLEGE

Street

3250 ST. MATTHEWS ROAD

City

ORANGEBURG

State

SC

Zip Code

29118

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,025

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

Recipient(s) paid during the year

Name

SYNAGOGUE EMANU-EL RELIGIOUS SCHOOL

Street

5 WINDSOR DRIVE

City

CHARLESTON

State

SC

Zip Code

29407

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

2,500

Name

FOUR HOLES BAPTIST CHURCH

Street

4 HOLES RD

City

ORANGEBURG

State

SC

Zip Code

29115

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,050

Name

PINE GROVE LUTHERAN CHURCH

Street

2688 MCCORD FERRY RD

City

LONE STAR

State

SC

Zip Code

29030

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

1,050

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

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

Long Term CG Distributions		Amount	Short Term CG Distributions		Amount	Totals										Gross Sales		Cost or Other Basis, Expenses, Depreciation and Adjustments		Net Gain or Loss	
		16,277			0	Capital Gains/Losses										343,437	0	333,987		9,450	0
						Other sales															
	Description	CUSIP #	Check "X" to include in Part IV	Purchaser	Check "X" if Purchaser is a Business	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss						
1	AQR MANAGED FUTURES ST	00203H859	X				10/24/2014	1/20/2016	538	520					18						
2	AMER CENT SMALL CAP GRV	025083320	X				7/24/2015	5/11/2016	8,409	10,358					-1,949						
3	ARTISAN INTERNATIONAL FI	04314H402	X				1/22/2016	5/11/2016	4,171	3,953					218						
4	ARTISAN INTERNATIONAL FI	04314H402	X				12/17/2010	8/23/2016	6,185	4,659					1,526						
5	ARTISAN MID CAP FUNDS	04314H600	X				6/20/2014	8/23/2016	421	1,482					-1,061						
6	ARTISAN MID CAP FUNDS	04314H600	X				1/22/2015	8/23/2016	1,852	1,983					-131						
7	CREDIT SUISSE COMM RET	22544R305	X				2/14/2012	8/23/2016	959	1,626					-667						
8	CREDIT SUISSE COMM RET	22544R305	X				5/10/2012	8/23/2016	1,858	2,946					-1,088						
9	CREDIT SUISSE COMM RET	22544R305	X				2/11/2013	8/23/2016	1,293	2,112					-819						
10	CREDIT SUISSE COMM RET	22544R305	X				7/12/2013	8/23/2016	3,579	5,293					-1,714						
11	CREDIT SUISSE COMM RET	22544R305	X				1/23/2014	8/23/2016	2,063	2,993					-930						
12	DODGE & COX INTL STOCK	256206103	X				11/10/2015	4/20/2016	1,531	1,630					-99						
13	DODGE & COX INTL STOCK	256206103	X				5/16/2006	4/20/2016	651	724					-73						
14	DODGE & COX INTL STOCK	256206103	X				5/16/2006	5/11/2016	2,302	2,715					-413						
15	ARTISAN INTERNATIONAL FI	04314H402	X				1/22/2016	8/23/2016	6,399	5,976					423						
16	JP MORGAN MID CAP VALUE	339128100	X				1/22/2015	8/23/2016	740	737					3						
17	JP MORGAN MID CAP VALUE	339128100	X				4/24/2014	8/23/2016	383	369					14						
18	HARBOR CAPITAL APRTION	411511504	X				8/28/2015	4/20/2016	8,237	8,817					-580						
19	MFS VALUE FUND-CLASS I#	552983694	X				7/24/2015	4/20/2016	8,286	8,470					-184						
20	MFS VALUE FUND-CLASS I#	552983694	X				6/20/2014	4/20/2016	5,051	5,103					-52						
21	MET WEST TOTAL RETURN B	592905509	X				1/22/2015	1/20/2016	42,493	8,080					-1,169						
22	MET WEST TOTAL RETURN B	592905509	X				1/22/2015	8/23/2016	8,082	22					22						
23	MET WEST TOTAL RETURN B	592905509	X				2/20/2015	8/23/2016	213	210					3						
24	ASG GLOBAL ALTERNATIVES	639727885	X				7/12/2013	8/23/2016	7,210	8,452					-1,242						
25	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	1/20/2016	8,979	9,814					-835						
26	DODGE & COX INCOME FD C	256210105	X				4/28/2011	1/21/2016	1,706	1,733					-27						
27	DODGE & COX INCOME FD C	256210105	X				10/11/2013	1/21/2016	6,622	6,772					-150						
28	DODGE & COX INTL STOCK	256206103	X				5/16/2006	8/23/2016	16,286	17,521					-1,235						
29	DODGE & COX INCOME FD C	256210105	X				1/22/2015	1/21/2016	999	1,048					-49						
30	DODGE & COX INCOME FD C	256210105	X				7/24/2015	1/21/2016	25,431	26,221					-790						
31	DODGE & COX INCOME FD C	256210105	X				12/17/2010	1/21/2016	4,783	4,826					-43						
32	DODGE & COX INCOME FD C	256210105	X				5/11/2016	8/23/2016	5,990	5,865					125						
33	DODGE & COX INCOME FD C	256210105	X				12/17/2010	8/23/2016	6,398	6,114					284						
34	EATON VANCE GLOBAL MAG	277923728	X				10/27/2015	1/20/2016	536	550					-14						
35	FID ADV EMER MKTS INC-CL	315920702	X				6/20/2014	1/20/2016	722	860					-138						
36	JP MORGAN MID CAP VALUE	339128100	X				6/20/2014	4/20/2016	4	4					0						
37	JP MORGAN MID CAP VALUE	339128100	X				7/24/2015	4/20/2016	2,092	2,201					-109						
38	JP MORGAN MID CAP VALUE	339128100	X				1/22/2015	4/20/2016	275	275					-12						
39	NEUBERGER BERMAN LONG	64128R608	X				6/20/2014	8/23/2016	5,594	5,650					-56						
40	OPPENHEIMER DEVELOPING	683974604	X				7/24/2015	4/20/2016	4,630	4,973					-343						
41	OPPENHEIMER DEVELOPING	683974604	X				1/28/2011	8/23/2016	11,182	11,500					-318						
42	OPPENHEIMER DEVELOPING	683974604	X				12/17/2010	8/23/2016	1,784	1,874					-90						
43	OPPENHEIMER DEVELOPING	683974604	X				12/6/2010	8/23/2016	928	973					-45						
44	OPPENHEIMER DEVELOPING	683974604	X				1/23/2014	8/23/2016	4,464	4,868					-404						
45	OPPENHEIMER DEVELOPING	683974604	X				7/24/2015	8/23/2016	11,398	11,624					-226						
46	OPPENHEIMER DEVELOPING	683974604	X				8/10/2012	8/23/2016	1,292	1,258					34						
47	BOSTON P LINGSHIRT RES-IN	74925K581	X				1/22/2016	8/23/2016	2,359	2,203					156						
48	T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	1/20/2016	13,084	13,196					-112						
49	T ROWE PRICE SHORT TERM	77957P105	X				7/12/2013	4/20/2016	4,733	4,788					-55						
50	T ROWE PRICE SHORT TERM	77957P105	X				10/11/2013	4/20/2016	4,120	4,168					-48						
51	T ROWE PRICE SHORT TERM	77957P105	X				6/10/2015	4/20/2016	2,668	2,676					-8						
52	SPDR DJ WILSHIRE INTERNA	78463X863	X				4/26/2011	1/20/2016	1,689	1,948					-259						
53	SPDR DJ WILSHIRE INTERNA	78463X863	X				4/27/2011	1/20/2016	2,112	2,444					-332						
54	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/10/2013	1/20/2016	1,126	1,288					-162						
55	SPDR DJ WILSHIRE INTERNA	78463X863	X				7/22/2015	1/20/2016	4,153	5,019					-866						
56	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/12/2010	1/20/2016	1,584	1,797					-213						
57	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/12/2010	4/20/2016	1,823	1,717					108						
58	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/12/2010	8/23/2016	3,609	3,355					254						
59	SPDR DJ WILSHIRE INTERNA	78463X863	X				10/12/2010	10/3/2016	4,972	4,972					0						
60	STERLING CAPITAL STRATT	85917K546	X				6/20/2014	5/11/2016	1,075	1,172					-97						
61	STERLING CAPITAL STRATT	85917K546	X				7/22/2015	1/20/2016	9,167	10,004					-837						
62	VANGUARD REIT VIPER	922908553	X				7/22/2015	4/20/2016	983	1,017					-34						
63	VANGUARD REIT VIPER	922908553	X				7/22/2015	8/23/2016	936	936					0						
64	VANGUARD REIT VIPER	922908553	X				7/22/2015	8/23/2016	4,103	3,572					535						
65	VANGUARD REIT VIPER	922908553	X				12/17/2010	3/7/2016	3,716	3,716					0						
66	VANGUARD REIT VIPER	922908553	X				12/17/2010	10/3/2016	12,224	6,968					5,256						

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

		1,217	0	0	1,217
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,217			1,217

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

		2,223	0	0	2,223
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMINISTRATION FEE	2,223			2,223

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

		155	155	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	155	155		

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				0	853,732
2	HARBOR CAPITAL APRCTN-INST 2012		0	81,786	102,188
3	ARTISAN INTERNATIONAL FD I 662		0	24,189	29,045
4	MERGER FUND-INST #301		0	16,198	16,157
5	ARTISAN MID CAP FUND-INSTL 1333		0	37,001	36,432
6	MET WEST TOTAL RETURN BOND CL I 51		0	61,894	60,029
7	FID ADV EMER MKTS INC- CL I 607		0	52,442	52,819
8	T ROWE PRICE REAL ESTATE FD 122		0	15,965	17,360
9	EATON VANCE GLOBAL MACRO - I		0	27,600	27,369
10	DODGE & COX INT'L STOCK FD 1048		0	28,472	32,491
11	AMER CENT SMALL CAP GRWTH INST 334		0	26,721	28,787
12	MFS VALUE FUND-CLASS I 893		0	87,389	110,247
13	JP MORGAN MID CAP VALUE-I 758		0	29,220	40,443
14	STERLING CAPITAL STRATTON SMALL CA		0	25,459	29,223
15	ASG GLOBAL ALTERNATIVES-Y 1993		0	17,523	16,705
16	VANGUARD REIT VIPER		0	7,746	12,957
17	AQR MANAGED FUTURES STR-I		0	27,589	25,069
18	VANGUARD INFLAT-PROT SECS-ADM 511		0	4,293	4,134
19	JPMORGAN HIGH YIELD FUND SS 3580		0	39,126	38,860
20	T ROWE PRICE INST FLOAT RATE 170		0	16,205	16,175
21	DODGE & COX INCOME FD COM 147		0	35,463	36,006
22	OPPENHEIMER DEVELOPING MKT-I 799		0	30,944	35,188
23	INV BALANCE RISK COMM STR-Y 8611		0	9,168	9,022
24	BLACKROCK GL L/S CREDIT-INS #1833		0	33,032	32,632
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	13,042	11,942
26	ROBECO BP LNG/SHRT RES-INS		0	6,407	6,966
27	NEUBERGER BERMAN LONG SH-INS #183		0	16,165	16,153
28	CREDIT SUISSE COMM RT ST-CO 2156		0	11,101	9,333

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	341
2	Federal Excise Tax Refund	2	616
3	Total	3	957

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

1	Mutual Fund and CTF Income Subtraction	1	564
2	PY Return of Capital Adjustment	2	385
3	Cost Basis Adjustment	3	172
4	Total	4	1,121

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

Long Term CG Distributions										Amount				
Short Term CG Distributions										16,277	0			
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adjusted Basis	Gains Minus Excess FMV Over Adj. Basis or Losses
1	AQR MANAGED FUTURES ST	002038#859		10/24/2015	12/02/2016	538		0	520	18		0	0	-6,827
2	AMER CENT SMALL CAP GR	0250083320		7/24/2015	5/11/2016	8,409		0	10,358	-1,949		0	0	-1,949
3	ARTISAN INTERNATIONAL FI	04314H402		1/22/2016	5/11/2016	4,171		0	3,953	218		0	0	218
4	ARTISAN INTERNATIONAL FI	04314H402		12/17/2010	8/23/2016	6,185		0	4,659	1,526		0	0	1,526
5	ARTISAN MID CAP FUND-INS	04314H600		6/20/2014	8/23/2016	421		0	482	-61		0	0	-61
6	ARTISAN MID CAP FUND-INS	04314H600		1/22/2015	8/23/2016	1,852		0	1,983	-131		0	0	-131
7	CREDIT SUISSE COMM RET	22544R305		2/14/2012	8/23/2016	959		0	1,626	-667		0	0	-667
8	CREDIT SUISSE COMM RET	22544R305		5/10/2012	8/23/2016	1,858		0	2,946	-1,088		0	0	-1,088
9	CREDIT SUISSE COMM RET	22544R305		2/11/2013	8/23/2016	1,293		0	2,112	-819		0	0	-819
10	CREDIT SUISSE COMM RET	22544R305		7/12/2013	8/23/2016	3,579		0	5,293	-1,714		0	0	-1,714
11	CREDIT SUISSE COMM RET	22544R305		1/23/2014	8/23/2016	2,063		0	2,993	-930		0	0	-930
12	DODGE & COX INTL STOCK	256208103		11/10/2015	4/20/2016	1,531		0	1,630	-99		0	0	-99
13	DODGE & COX INTL STOCK	256208103		5/16/2006	4/20/2016	651		0	724	-73		0	0	-73
14	DODGE & COX INTL STOCK	256208103		5/16/2006	4/20/2016	2,302		0	2,715	-413		0	0	-413
15	ARTISAN INTERNATIONAL FI	04314H402		1/22/2016	8/23/2016	6,399		0	5,976	423		0	0	423
16	JP MORGAN MID CAP VALUE	339128100		1/22/2015	8/23/2016	740		0	737	3		0	0	3
17	JP MORGAN MID CAP VALUE	339128100		4/24/2014	8/23/2016	383		0	369	14		0	0	14
18	HARBOR CAPITAL APROCTN	411511504		8/28/2015	4/20/2016	8,237		0	8,817	-580		0	0	-580
19	MFS VALUE FUND-CLASS I #	552983694		7/24/2015	4/20/2016	8,286		0	8,470	-184		0	0	-184
20	MFS VALUE FUND-CLASS I #	552983694		6/20/2014	4/20/2016	5,051		0	5,103	-52		0	0	-52
21	MET WEST TOTAL RETURN B	592905509		1/22/2015	8/23/2016	41,334		0	42,493	-1,159		0	0	-1,159
22	MET WEST TOTAL RETURN B	592905509		1/22/2015	8/23/2016	8,082		0	8,060	22		0	0	22
23	MET WEST TOTAL RETURN B	592905509		2/20/2015	8/23/2016	213		0	210	3		0	0	3
24	ASG GLOBAL ALTERNATIVES	638721895		7/12/2013	8/23/2016	7,210		0	8,452	-1,242		0	0	-1,242
25	NEUBERGER BERMAN LONG	64128R608		6/20/2014	12/02/2016	8,979		0	9,814	-835		0	0	-835
26	DODGE & COX INCOME FD C	256210105		4/28/2011	12/1/2016	1,706		0	1,733	-27		0	0	-27
27	DODGE & COX INCOME FD C	256210105		10/11/2013	12/1/2016	6,822		0	6,772	50		0	0	50
28	DODGE & COX INTL STOCK	256208103		5/16/2006	8/23/2016	16,266		0	17,521	-1,255		0	0	-1,255
29	DODGE & COX INCOME FD C	256210105		1/22/2015	12/1/2016	999		0	1,048	-49		0	0	-49
30	DODGE & COX INCOME FD C	256210105		7/24/2015	12/1/2016	25,431		0	26,221	-790		0	0	-790
31	DODGE & COX INCOME FD C	256210105		12/17/2010	12/1/2016	4,783		0	4,825	-43		0	0	-43
32	DODGE & COX INCOME FD C	256210105		5/11/2016	8/23/2016	5,980		0	5,865	125		0	0	125
33	DODGE & COX INCOME FD C	256210105		12/17/2010	8/23/2016	6,398		0	6,114	284		0	0	284
34	EATON VANCE GLOBAL MAC	279293728		10/27/2015	12/02/2016	536		0	550	-14		0	0	-14
35	FID ADV EMER MKTS INC-CL	315920702		6/20/2014	12/02/2016	722		0	860	-138		0	0	-138
36	JP MORGAN MID CAP VALUE	339128100		6/20/2014	4/20/2016	4		0	4	0		0	0	0
37	JP MORGAN MID CAP VALUE	339128100		7/24/2015	4/20/2016	2,092		0	2,201	-109		0	0	-109
38	JP MORGAN MID CAP VALUE	339128100		1/22/2015	4/20/2016	263		0	275	-12		0	0	-12
39	NEUBERGER BERMAN LONG	64128R608		6/20/2014	8/23/2016	5,994		0	5,650	343		0	0	343
40	OPPENHEIMER DEVELOPING	683974604		7/24/2015	4/20/2016	4,630		0	4,973	-343		0	0	-343
41	OPPENHEIMER DEVELOPING	683974604		1/28/2011	8/23/2016	11,162		0	11,500	-338		0	0	-338
42	OPPENHEIMER DEVELOPING	683974604		12/17/2010	8/23/2016	1,784		0	1,874	-90		0	0	-90
43	OPPENHEIMER DEVELOPING	683974604		12/6/2010	8/23/2016	928		0	973	-45		0	0	-45
44	OPPENHEIMER DEVELOPING	683974604		1/23/2014	8/23/2016	4,464		0	4,868	-404		0	0	-404
45	OPPENHEIMER DEVELOPING	683974604		7/24/2015	8/23/2016	11,398		0	11,624	-226		0	0	-226
46	OPPENHEIMER DEVELOPING	683974604		8/10/2012	8/23/2016	1,292		0	1,258	34		0	0	34
47	BOSTON P LNG SHRT RES-IN	74925X581		1/22/2016	8/23/2016	2,359		0	2,203	156		0	0	156
48	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	12/02/2016	13,084		0	13,196	-112		0	0	-112
49	T ROWE PRICE SHORT TERM	77957P105		7/12/2013	4/20/2016	4,733		0	4,788	-55		0	0	-55
50	T ROWE PRICE SHORT TERM	77957P105		10/11/2013	4/20/2016	4,120		0	4,168	-48		0	0	-48
51	T ROWE PRICE SHORT TERM	77957P105		6/10/2015	4/20/2016	2,668		0	2,676	-8		0	0	-8
52	SPDR DJ WILSHIRE INTERNA	78463X863		4/26/2011	12/02/2016	1,889		0	1,948	-259		0	0	-259
53	SPDR DJ WILSHIRE INTERNA	78463X863		4/27/2011	12/02/2016	2,112		0	2,444	-332		0	0	-332
54	SPDR DJ WILSHIRE INTERNA	78463X863		7/10/2013	12/02/2016	1,126		0	1,288	-162		0	0	-162
55	SPDR DJ WILSHIRE INTERNA	78463X863		7/22/2015	12/02/2016	4,153		0	5,019	-866		0	0	-866
56	SPDR DJ WILSHIRE INTERNA	78463X863		10/12/2010	12/02/2016	1,584		0	1,797	-213		0	0	-213
57	SPDR DJ WILSHIRE INTERNA	78463X863		10/12/2010	4/20/2016	1,823		0	1,717	106		0	0	106
58	SPDR DJ WILSHIRE INTERNA	78463X863		10/12/2010	8/23/2016	3,609		0	3,355	254		0	0	254
59	SPDR DJ WILSHIRE INTERNA	78463X863		10/12/2010	10/3/2016	4,972		0	4,792	180		0	0	180
60	STERLING CAPITAL STRATG	85917K546		6/20/2014	4/20/2016	1,075		0	1,172	-97		0	0	-97
61	STERLING CAPITAL STRATG	85917K546		6/20/2014	5/11/2016	9,167		0	10,004	-837		0	0	-837
62	VANGUARD REIT VIPER	922908553		7/22/2015	12/02/2016	953		0	1,017	-64		0	0	-64
63	VANGUARD REIT VIPER	922908553		7/22/2015	4/20/2016	998		0	936	62		0	0	62
64	VANGUARD REIT VIPER	922908553		7/22/2015	8/23/2016	4,103		0	3,578	525		0	0	525
65	VANGUARD REIT VIPER	922908553		12/17/2010	8/23/2016	6,778		0	3,716	3,062		0	0	3,062
66	VANGUARD REIT VIPER	922908553		12/17/2010	10/3/2016	12,224		0	6,968	5,256		0	0	5,256

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
			100 N Main St	MAC	D4001-117	Winston Salem	NC	27101		13,698	NONE	NONE
1	SONIA CHERRY		101 COOPER DRIVE	SANTEE	SC	29142		DIRECTOR	0.00	500	N/A	N/A
2	STEPHEN STEINBERG		307 BERMUDA TOWN ROW	MOUNT PLEASANT	SC	29464		DIRECTOR	0.00	500	N/A	N/A
3												

14,698

0

0

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

	Date		Amount
1 Credit from prior year return		1	179
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	179

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

1	Distributable amounts for 2015 that remained undistributed at the beginning of the 2016 tax year	1	<u>28,632</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>28,632</u>